

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re:

LYONDELL CHEMICAL COMPANY, *et al.*,

Case No. 09-10023 (CGM)

Chapter 11

Debtors.

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EDWARD S. WEISFELNER, AS LITIGATION
TRUSTEE OF THE LB LITIGATION TRUST,

(Jointly Administered)

Plaintiff,

Adv. Pro. No. 09-1375 (MG)

v.

LEONARD BLAVATNIK, *et al.*,

Defendants.

-----X
EDWARD S. WEISFELNER, AS LITIGATION
TRUSTEE OF THE LB LITIGATION TRUST,

Plaintiff,

Adv. Pro. No. 11-1844 (MG)

v.

NAG Investments LLC,

Defendant.
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**PLAINTIFF-APPELLANT'S STATEMENTS OF ISSUES ON APPEAL AND
DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL**

Pursuant to Rule 8009(a) of the Federal Rules of Bankruptcy Procedure, Plaintiff-Appellant Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust (the "Litigation Trustee"), by and through his undersigned counsel, respectfully submits the following statement of issues to be presented on appeal and designation of items for inclusion in the record on appeal in connection with the Litigation Trustee's appeal in the above-captioned adversary proceedings (the "Adversary Proceedings") from (i) the Final Judgment in Adversary Proceedings [Docket

No. 924] (the “Judgment”), (ii) the Memorandum Opinion and Order After Trial [Docket No. 919] (the “Order”), (iii) the Order Denying Cross Motions for Summary Judgment on Count 9 of the Amended Complaint [Docket No. 771] (the “Count 9 SJ Order”), and (iv) the Decision and Order on Defendants’ Motions to Dismiss Counts 12, 15, and 16 [Docket No. 697] (the “Count 12 MtD Decision & Order”).

STATEMENT OF ISSUES TO BE PRESENTED ON APPEAL

1. With respect to the Litigation Trustee’s claim for breach of contract (Count 12), the Bankruptcy Court erred in ruling, on a motion to dismiss under Federal Rule of Civil Procedure 12(b)(6) as incorporated by Federal Rule of Bankruptcy Procedure 7012(b), that a contract provision limiting damages was enforceable.

2. With respect to the Litigation Trustee’s avoidable preference claim (Count 9), the Bankruptcy Court erred in ruling against the Litigation Trustee, including (i) in not finding that defendants had failed to rebut the presumption of insolvency, (ii) in finding that the Litigation Trustee had failed to prove that Lyondell Chemical Company (“Lyondell”) was insolvent as of October 16, 2008, October 17, 2008, and October 20, 2008; and (iii) by not finding that the defendants had failed to establish any affirmative defense to Count 9.

3. With respect to the Litigation Trustee’s constructive-fraudulent-transfer claims in the Adversary Proceedings (Count 1, Count 11, and NAG Complaint), the Bankruptcy Court erred in ruling against the Litigation Trustee, including (i) in finding that the Litigation Trustee had failed to prove that as of December 7, 2007 and December 20, 2007 the financial condition of the entity that on the latter date became known as LyondellBasell Industries AF S.C.A. (“LBI”) satisfied one of the financial condition tests described in Section 548(a)(1)(B)(ii) of the

Bankruptcy Code, and (ii) in failing to find that debtors did not receive reasonably equivalent value.

4. With respect to the Litigation Trustee's actual fraudulent transfer claim (Count 2), the Bankruptcy Court erred in ruling against the Litigation Trustee, including (i) in finding that the Litigation Trustee had failed to prove the requisite fraudulent intent, (ii) in holding that the intent of Lyondell's Chief Executive Officer, Dan Smith, could not be imputed to the debtors that made the transfers sought to be avoided under Count 2 and, (iii) in holding that Lyondell had no interest in the Toehold Payments (as such term is defined in the Order).

DESIGNATION OF THE RECORD ON APPEAL

The Trustee designates each of the following documents from the above-captioned cases for inclusion in the record on appeal.

Documents Filed in Case No. 09-01375 (*Weisfelner v. Blavatnik, et al.*)¹

Designation No.	Filing Date	Docket No.	Description
1.	12/3/2009	253	Financing Party Defendants' Joint Motion in Limine to Exclude the Expert Testimony of David H. Witte
2.	12/3/2009	255	Memorandum of Law In Support Of The Financing Party Defendants' Joint Motion In Limine To Exclude The Expert Testimony Of David H. Witte
3.	12/4/2009	256	Motion In Limine to Exclude Testimony of David H. Witte filed by Rex Lee on behalf of Access Industries, Inc., Access Industries Holdings LLC, AI International, S.r.l., Nell Limited, Len Blavatnik, Lincoln Benet, and Philip Kassin
4.	12/4/2009	257	Memorandum of Law in Support of Motion In Limine to Exclude Testimony of David H. Witte filed by Rex Lee on behalf of Access Industries, Inc., Access Industries Holdings LLC, AI International, S.r.l., Nell Limited, Len Blavatnik, Lincoln Benet, and Philip Kassin
5.	12/4/2009	259	Memorandum of Law In Support of the Financing Party Defendants' Joint Motion The Partial In Limine To Exclude The Testimony Of David H. Witte
6.	1/15/2010	302	Opposition (UNDER SEAL) to the In Limine Motions of the Access Defendants and the Financing Party Defendants to Exclude the Expert Testimony of Mr. David H. Witte.
7.	1/15/2010	303	Declaration of David H. Witte (UNDER SEAL) In Opposition to the Motions of the Access Defendants and the Financing Party Defendants to Exclude his Testimony

¹ A copy of the entire docket sheet is attached in Appendix 38.

8.	1/15/2010	304	Declaration of Sigmund S. Wissner-Gross (UNDER SEAL) In Support of the Opposition of the Official Committee of Unsecured Creditors to the In Limine Motions of the Access Defendants and the Financing Party Defendants to Exclude the Expert Testimony of David H. Witte
9.	1/28/2010	316	Reply to Motion /Reply Memorandum Of Law In Support Of The Financing Party Defendants' Joint Motion In Limine To Exclude The Expert Testimony Of David H. Witte - REDACTED
10.	1/28/2010	318	Reply to Motion /Reply Memorandum Of Law In Support Of The Financing Party Defendants' Joint Motion In Limine To Exclude The Expert Testimony Of David H. Witte - REDACTED
11.	1/29/2010	320	Reply to Motion /Reply Memorandum Of Law In Support Of The Financing Party Defendants' Joint Motion In Limine To Exclude The Expert Testimony Of David H. Witte - REDACTED
12.	1/29/2010	324	Reply to Motion /Reply Memorandum Of Law In Support Of The Financing Party Defendants' Joint Motion In Limine To Exclude The Expert Testimony Of David H. Witte - REDACTED
13.	2/1/2010	328	Reply to Motion /Reply Memorandum Of Law In Support Of The Financing Party Defendants' Joint Motion In Limine To Exclude The Expert Testimony Of David H. Witte - REDACTED
14.	2/2/2010	329	Reply to Motion /Reply Memorandum Of Law In Support Of The Financing Party Defendants' Joint Motion In Limine To Exclude The Expert Testimony Of David H. Witte - REDACTED
15.	7/23/2010	381	Amended Complaint
16.	8/2/2010	383	Amended Case Management Order signed on 8/2/2010
17.	9/24/2010	402	Motion to Dismiss Adversary Proceeding, Counts XV and XVI, on behalf of Alan S. Bigman, Edward J. Dineen and Morris Gelb filed by Andrea J. Gildea on behalf of Edward J. Dineen
18.	9/24/2010	411	Notice of Motion of Access Industries Holdings LLC and AI International, S.á.r.l. to Dismiss Count XII of the Amended Complaint

19.	9/24/2010	412	Memorandum of Law in Support of Motion of Access Industries Holdings LLC and AI International, S.á.r.l. to Dismiss Count XII of the Amended Complaint
20.	9/24/2010	416	Declaration of Richard I. Werder, Jr. in Support of Certain Access Defendants' Motions to Dismiss Counts 1, 2, 7, 12, 14, 18 and 19 of the Amended Complaint filed by Richard I. Werder on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Alex Blavatnik, Leonard Blavatnik, Philip Kassin, Nell Limited, Peter Thoren
21.	11/24/2010	457	Memorandum in Opposition to Motion of Access Industries Holdings LLC and AI International, S.á.r.l. to Dismiss Count XII of the Amended Complaint
22.	12/23/2010	470	Reply Memorandum of Law in Support of Access Industries Holdings LLC and AI International, S.á.r.l.'s Motion to Dismiss Count XII of the Amended Complaint
23.	3/14/2011	520	Transcript regarding Hearing Held on Thursday, March 10, 2011
24.	9/29/2011	598	Amended Complaint against all defendants
25.	10/07/2011	600	Motion for Entry of an Order Authorizing the Trustee to File His Motions for Summary Judgment on Count 9 and the Access Counterclaim Partially Under Seal
26.	10/17/2011	603	Order Authorizing the Trustee to File His Motions for Summary Judgment on Count 9 and the Access Counterclaim Partially Under Seal
27.	10/18/2011	604	Access Industries Holdings LLC's Memorandum of Law in Opposition to the Trustee's Motion for Summary Judgment on Count 9 of Amended Complaint
28.	10/18/2011	605	Access Industries Holdings LLC's (i) Response to the Trustee's Statement of Undisputed Facts in Support of the Trustee's Motion for Summary Judgment on Count 9 of the Amended Complaint and (ii) Statement of Additional Facts

29.	10/18/2011	606	Declaration of Susheel Kirpalani in Support of Access Industries Holdings LLC's Opposition to the Trustee's Motion for Summary Judgment on Count 9 of the Amended Complaint
30.	11/8/2011	624	Memorandum of Law in Support of Motion of Access Industries Holdings LLC for Summary Judgment on Count 9 of the Amended Complaint
31.	11/8/2011	625	Access Industries Holdings LLC's Statement of Undisputed Facts in Support of its Motion for Summary Judgment on Count 9 of the Amended Complaint
32.	11/8/2011	626	Declaration of Susheel Kirpalani in Support of Summary Judgment on Count 9 of Amended Complaint
33.	11/8/2011	627	Nell Limited and Len Blavatnik's Memorandum of Law in Support of their Motion for Summary Judgment on Count 1 and Motion for Partial Summary Judgment on Counts 1 and 2 of the Amended Complaint
34.	11/8/2011	628	Nell Limited and Len Blavatnik's Statement of Undisputed Facts in Support of its Motion for Summary Judgment on Count 1 and Motion for Partial Summary Judgment on Counts 1 and 2 of the Amended Complaint
35.	11/8/2011	629	Declaration of Susheel Kirpalani in Support of Nell Limited and Len Blavatnik's Motion for Summary Judgment on Count 1 and Motion for Partial Summary Judgment on Counts 1 and 2 of the Amended Complaint
36.	11/9/2011	631	Corrected Exhibits With Respect to the Motion of Access Industries Holdings LLC For Summary Judgment on Count 9 of Amended Complaint
37.	11/9/2011	632	Corrected Exhibits with Respect to the Motion of Access Industries Holdings LLC's Memorandum of Law in Opposition to the Trustee's Motion for Summary Judgment on Count 9 of Amended Complaint
38.	11/9/2011	633	Reply Memorandum of Law of Access Industries Holdings LLC in Further Support of Its Motion for Summary Judgment on Count 9 of Amended Complaint

39.	11/9/2011	636	Nell Limited and Len Blavatnik's Reply to the Trustee's Counter-Statement of Undisputed Facts in Support of His Opposition to Nell Limited and Len Blavatnik's Motion for Summary Judgment on Counts 1 and 2 of the Second Amended Complaint
40.	11/9/2011	637	Reply Memorandum of Law of Nell Limited and Len Blavatnik in Further Support of their Motion for Summary Judgment on Count 1 and Motion for Partial Summary Judgment on Counts 1 and 2 of the Amended Complaint
41.	11/10/2011	638	Supplemental Declaration of Susheel Kirpalani in Support of Nell Limited and Len Blavatnik's Motion for Summary Judgment on Count 1 and Motion for Partial Summary Judgment on Counts 1 and 2 of the Amended Complaint
42.	11/10/2011	640	Memorandum of Law in Support of the Trustee's Motion for Summary Judgment on Count Nine of the Amended Complaint (Redacted Version) ²
43.	11/10/2011	641	Declaration of Sigmund S. Wissner-Gross in Support of the Trustee's Motion for Summary Judgment on Count Nine of the Amended Complaint (Redacted Version)
44.	11/10/2011	642	Statement of Undisputed Facts in Support of the Trustee's Motion for Summary Judgment on Count Nine of the Amended Complaint (Redacted Version)
45.	11/14/2011	646	Motion for Entry of an Order Authorizing the Trustee to File His Opposition to Motions for Summary Judgment on Counts 1, 2, 9, and 13 and His Reply Briefs in Support of His Motion for Summary Judgment on Count 9 and the Access Counterclaim Partially Under Seal
46.	11/15/2011	649	Reply Memorandum of Law of Access Industries Holdings LLC in Further Support of Its Motion for Summary Judgment on Count 9
47.	11/15/2011	650	Nell Limited and Len Blavatnik's Reply to the Trustee's Counter-Statement of Undisputed Facts in Support of His Opposition to Nell Limited and

² For those court filings that were filed in redacted form on the docket or filed under seal, the unredacted version provided to the Bankruptcy Court is also designated for the record on appeal.

			Len Blavatnik's Motion for Summary Judgment on Counts 1 and 2 of the Second Amended Complaint (Filed Under Seal)
48.	11/16/2011	654	Order Authorizing the Trustee to File His Oppositions to Motions for Summary Judgment on Counts 1, 2, 9, and 13 and His Reply Briefs in Support of His Motions for Summary Judgment on Count 9 and the Access Counterclaim Partially Under Seal
49.	11/16/2011	656	Memorandum of Law in Opposition to Nell Limited and Len Blavatnik's Motion for Summary Judgment on Counts 1 and 2 of the Amended Complaint (Redacted Version)
50.	11/16/2011	657	Plaintiff's Local Rule 7056-1 Counter-Statement of Undisputed Facts in Support of its Opposition to Nell Limited and Leonard Blavatnik's Motion for Summary Judgment on Counts 1 and 2 of the Amended Complaint (Redacted Version)
51.	11/16/2011	658	Declaration of Sigmund S. Wissner-Gross in Support of Plaintiff's Local Rule 7056-1 Counter-Statement of Undisputed Facts in Support of its Opposition to Defendants Motion for Summary Judgment on Counts 1 and 2 of the Amended Complaint (Redacted Version)
52.	11/21/2011	665	(Under Seal) Motion for Summary Judgment/Memorandum of Law in Support of Motion of Access Industries Holdings LLC's for Summary Judgment on Count 9 of Amended Complaint
53.	11/21/2011	666	Access Industries Holdings LLC's Statement of Undisputed Facts in Support of its Motion for Summary Judgment on Count 9 or the Amended Complaint
54.	11/21/2011	667	Declaration of Susheel Kirpalani and Associated Confidential Exhibits, numbered 8, 12, 13, 16, 23, 25-29, and 36-37 (Under Seal)
55.	11/23/2011	669	Memorandum of Law in Opposition to the Motion of Access Industries Holdings LLC for Summary Judgment on Count Nine of the Amended Complaint (Redacted Version)
56.	11/23/2011	670	Plaintiff's Local Rule 7056-1 Counter-Statement of Undisputed Facts in Support of its Opposition

			to Motion of Access Industries Holdings LLC for Summary Judgment on Count Nine
57.	11/23/2011	671	Declaration of Sigmund S. Wissner-Gross in Support of Plaintiff's Opposition to Motion of Access Industries Holdings LLC for Summary Judgment on Count Nine
58.	1/3/2012	675	Reply Memorandum of Law in Support of the Trustee's Motion for Summary Judgment on Count Nine of the Amended Complaint (Redacted Version)
59.	1/3/2012	676	Trustee's Statement of Objections and Responses to the Statement of Additional Facts of Access Industries Holdings LLC (Redacted Version)
60.	1/3/2012	677	Declaration of Sigmund S. Wissner-Gross in Support of the Trustee's Response to Access Industries Holdings LLC's Statement of Additional facts (Redacted Version)
61.	1/4/2016	697	Decision and Order on Defendants' Motions to Dismiss Counts 12, 15, and 16
62.	1/4/2016	698	Decision and Order on Defendants' Motions to Dismiss Counts 2, 6, 7, 14 and 18
63.	4/4/2016	721	Statement of Supplemental Authorities
64.	5/13/2016	732	Second Amended Complaint
65.	6/15/2016	735	Supplemental Statement of Authorities in Support of Access Industries Holdings LLC's Motion for Summary Judgment on Count 9 of the Amended Complaint
66.	6/15/2016	736	Response to Nell Limited and Len Blavatnik's Notice of Supplemental Authorities in Support of Their Motion for Summary Judgment on Count 1 of the Amended Complaint
67.	6/15/2016	737	Supplemental Memorandum of Law in Support of the Trustee's Motion for Summary Judgment on Count 9 of the Amended Complaint and in Opposition to the Motion of Access Industries Holdings LLC for Summary Judgment on Count 9 of the Amended Complaint
68.	6/17/2016	740	Motion to Allow Use of Certain Deposition Transcripts at Trial in Lieu of Live Testimony filed by Richard I. Werder on behalf of AI

			International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Alex Blavatnik, Leonard Blavatnik, Philip Kassin, Nell Limited, Peter Thoren
69.	6/21/2016	742	Memorandum of Law filed by Richard I. Werder on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., BI S.A.R.L., Lincoln Benet, Alex Blavatnik, Leonard Blavatnik, Philip Kassin, Nell Limited, Peter Thoren
70.	6/29/2016	757	Response to Supplemental Memorandum of Law filed by Susheel Kirpalani on behalf of Access Industries Holdings LLC
71.	6/29/2016	758	Trustee's Response to Access Industries Holdings LLC's Notice of Supplemental Authorities in Support of its Motion for Summary Judgment on Count 9 of the Amended Complaint
72.	7/6/2016	764	Plaintiff's Memorandum of Law in Opposition to Defendants' Motion for Leave to Use Certain Deposition Transcripts at Trial in Lieu of Live Testimony
73.	7/6/2016	765	Declaration of Sigmund S. Wissner-Gross
74.	7/8/2016	767	Memorandum of Law in Further Support of Motion for Leave to Use Certain Deposition Transcripts at Trial in Lieu of Live Testimony filed by Richard I. Werder on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Alex Blavatnik, Leonard Blavatnik, Philip Kassin, Nell Limited, Peter Thoren
75.	7/20/2016	771	Order Denying Cross Motions for Summary Judgment on Count 9 of the Amended Complaint
76.	7/20/2016	772	Order Granting in Party and Denying in Part Nell Limited and Len Blavatnik's Motion for Summary Judgment on Count 1 and Motion for Partial Summary Judgment on Count 1 of the Amended Complaint
77.	7/28/2016	782	Reply To Defendants Supplemental Memorandum In Support Of Motions In Limine To Preclude The Testimony Of David H. Witte filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the

			LB Litigation Trust
78.	8/10/2016	798	Letter to The Honorable Martin Glenn regarding reinstatement of the Count II intentional fraudulent transfer claim Filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
79.	8/10/2016	799	Motion to Reconsider Dismissal of Case / Notice of the Trustees Motion for Reconsideration of the Courts January 4, 2016 Decision and Order and Reinstatement of Count II filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
80.	8/10/2016	800	Memorandum of Law in Support of the Trustees Motion for Reconsideration of the Courts January 4, 2016 Decision and Order and Reinstatement of Count II filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
81.	8/12/2016	803	Reply to Motion Supplemental Reply in Further Support of the Motions in Limine to Preclude the Testimony of David H. Witte filed by Richard I. Werder on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Alex Blavatnik, Leonard Blavatnik, Philip Kassin, Nell Limited, Peter Thoren
82.	8/24/2016	809	Order, Signed on 8/24/2016, Denying Motion in Limine to Preclude the Testimony of David H. Witte
83.	8/26/2016	810	Reply to Motion Unredacted Supplemental Reply in Further Support of the Motions in Limine to Preclude the Testimony of David H. Witte filed by Richard I. Werder on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Alex Blavatnik, Leonard Blavatnik, Philip Kassin, Nell Limited, Peter Thoren
84.	8/31/2016	811	Unredacted Reply to Defendants' Supplemental Memorandum in Support of Motions in Limine to Preclude the Testimony of David H. Witte filed by Sigmund S. Wissner-Gross on behalf of

			Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
85.	9/6/2016	814	Opposition filed by Richard I. Werder on behalf of Leonard Blavatnik, Nell Limited
86.	9/6/2016	815	Declaration in Support of the Opposition of Defendants Nell Limited and Len Blavatnik to the Trustees Motion to Reinstate Count 2 filed by Susheel Kirpalani on behalf of Leonard Blavatnik, Nell Limited
87.	9/7/2016	816	Joint Status Report Filed by Richard I. Werder on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., BI S.A.R.L., Lincoln Benet, Leonard Blavatnik, Philip Kassin, Nell Limited
88.	9/8/2016	818	Letter to Judge Glenn from Sigmund S. Wissner-Gross Pursuant to the Court's August 11, 2016 Scheduling Order Filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
89.	9/19/2016	821	Letter re: Response To Court's September 12, 2016 Order Filed by Susheel Kirpalani on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Leonard Blavatnik, Philip Kassin, Nell Limited
90.	9/19/2016	822	Letter to the Honorable Martin Glenn re question posed by the Court at the status conference held on September 12, 2016 Filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
91.	9/20/2016	823	Motion to Preclude Plaintiff Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust, From Proffering Certain Testimony of His Designated Experts Ralph Tuliano, David Witte, and H.G. Nebeker
92.	9/20/2016	824	Memorandum of Law in Support of Motion to Preclude Certain Testimony of Ralph Tuliano, David Witte and H.G. Nebeker
93.	9/15/2016	826	Transcript of Hearing Held 7/11/2016 re: Motion for Summary Judgment Filed by Nell Limited and

			Len Blavatnik Regarding Counts 1 and 2 of the Amended Complaint, et al.
94.	9/27/2016	827	Memorandum of Law in Opposition to the Motion in Limine of the Access Defendants to Preclude Certain Testimony of Ralph Tuliano, David Witte and H.G. Nebeker
95.	9/27/2017	828	Declaration of Richard I. Werder in Support of the Access Defendants' Motion in Limine to Preclude Certain Testimony of Ralph Tuliano, David Witte and H.G. Nebeker
96.	9/29/2016	829	Letter to the Honorable Judge Glenn to Request a Telephone Conference Filed by Susheel Kirpalani on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Leonard Blavatnik, Philip Kassin, Nell Limited
97.	9/29/2016	830	Order, signed on 9/29/2016, Denying Letter Request to Compel Testimony of Alex Blavatnik
98.	9/29/2016	831	Letter to the Honorable Martin Glenn in response to Kirpalani's September 29th letter Filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
99.	10/3/2016	833	Notice of the Trustee's Motion in Limine to Exclude (i) the Expert Testimony of Pieter Van Der Korst and (ii) Certain Deposition Testimony Designated by the Access Defendants
100.	10/3/2016	834	Memorandum of Law in Support of the Trustee's Motion in Limine to Exclude (i) the Expert Testimony of Pieter Van Der Korst and (ii) Certain Deposition Testimony Designated by the Access Defendants
101.	10/3/2016	835	Defendants' Pre-Trial Legal Brief
102.	10/3/2016	836	[Proposed] Joint Pre-Trial Order
103.	10/3/2016	837	Plaintiff's Pre-Trial Brief
104.	10/10/2016	839	Notice of the Trustee's Motion in Limine to Exclude the Declaration of James L. Gallogly
105.	10/10/2016	840	Memorandum of Law in Support of the Trustee's Motion in Limine to Exclude the Declaration of

			James L. Gallogly
106.	10/10/2016	841	Notice of the Trustee's Motion in Limine to Exclude Certain Portions of the Witness Statements Proffered by the Access Defendants
107.	10/10/2016	842	Memorandum of Law in Support of the Trustee's Motion in Limine to Exclude Certain Portions of the Witness Statements Proffered by the Access Defendants
108.	10/10/2016	843	Declaration of Sigmund S. Wissner-Gross
109.	10/10/2016	844	Joint Status Report Filed by Richard I. Werder on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Leonard Blavatnik, Philip Kassin, Nell Limited, Perella Weinberg Partners LP
110.	10/10/2016	845	Memorandum of Law in Opposition to Trustee's Motion to i) Exclude the Foreign Law Declaration of Peter van der Korst and ii) Certain Deposition Designations filed by Richard I. Werder on behalf of NAG Investments LLC, AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Leonard Blavatnik, Philip Kassin, Nell Limited, Perella Weinberg Partners LP
111.	10/10/2016	846	Declaration of Rex Lee in Opposition to Trustee's Motion to Exclude i) the Foreign Law Declaration of Peter van der Korst and ii) Certain Deposition Designations filed by Richard I. Werder on behalf of AI International, S.A.R.L., Access Industries Holdings LLC, Access Industries, Inc., Lincoln Benet, Leonard Blavatnik, Philip Kassin, NAG Investments LLC, Nell Limited, Perella Weinberg Partners LP
112.	10/11/2016	848	Joint Pre-Trial Order
113.	10/11/2016	849	Memorandum Opinion and Order Granting in Part and Denying in Part Access Defendants' Motion in Limine to Preclude Certain Testimony of Ralph Tuliano, David Witte, and H.G. Nebeker
114.	10/13/2017	850	Letter to the Honorable Judge Glenn Regarding the Admissibility of Pike Declaration Documents
115.	10/13/2016	851	Letter On Behalf of AI International, S.a.r.l., Access Industries Holdings LLC, Access

			Industries, Inc., Lincoln Benet, Leonard Blavatnik, Philip Kassin, Perella Weinberg Partners LP
116.	10/14/2016	852	Memorandum of Law in Opposition to Trustee's Motions in Limine to Exclude (i) Certain of the Witness Statements Submitted by Defendants and (ii) the Declaration of James L. Gallogly
117.	10/6/2016	853	Transcript of Hearing Held 9/12/2016 re: Motion to Dismiss Adversary Proceeding; Case Management Conference
118.	10/19/2016	854	Memorandum Opinion and Order Overruling in Part and Sustaining in Part the Access Defendants' Hearsay Objections to Certain Email Exhibits
119.	10/20/2016	855	Order Admitting Certain Exhibits into Evidence During the Testimony of Ralph Tuliano
120.	10/21/2016	856	Order Admitting Certain Exhibits into Evidence During the Testimony of David H. Witte
121.	10/24/2016	857	Order Sustaining in Part and Overruling in Part Objections to Declarations Offered as Direct Testimony by the Access Defendants
122.	10/24/2016	858	Order Denying Trustee's Motion in Limine to Exclude the Declaration of James L. Gallogly
123.	10/25/2016	859	Order Admitting Certain Exhibits into Evidence Subject to the Court's Order Granting in Part and Denying in Part Access Defendants' Motion in Limine to Preclude Certain Testimony of Ralph Tuliano, David Witte and H.G. Nebeker
124.	10/26/2016	860	Order Admitting Certain Exhibits into Evidence During the Testimony of Ajay Patel
125.	10/26/2016	861	Order Admitting Certain Exhibits into Evidence During the Testimony of Horace Gil Nebeker
126.	10/20/2016	863	Transcript of Hearing Held 10/17/2016 9:43 AM re: Transcript of Trial; Trustee's Motion In Limine to Exclude (I) The Expert Testimony of Pieter Van Der Korst and (II) Certain Deposition Testimony Designated by the Access Defendants

127.	10/20/2016	864	Transcript of Hearing Held 10/17/2016 2:21 PM re: Trial
128.	10/27/2016	865	Order Admitting Certain Exhibits Offered into Evidence During the Testimony of Len Blavatnik
129.	10/31/2016	866	Order Granting in Part and Denying in Part the Trustee's Motion in Limine to Exclude (I) The Expert Testimony of Pieter Van Der Korst and (II) Certain Deposition Testimony Designated by the Access Defendants
130.	10/24/2016	867	Transcript of Hearing Held 10/20/2016 9:02 AM re: Trial
131.	11/02/2016	868	Transcript of Hearing Held 10/18/2016 re: Trial
132.	11/02/2016	869	Transcript of Hearing Held 10/20/2016 2:01 PM re: Trial
133.	11/05/2016	870	Letter to the Honorable Judge Glenn re Admissibility of Twitchell and Bigman Exhibits
134.	11/02/2016	873	Transcript of Hearing Held 10/24/2016 re: Trial
135.	11/02/2016	876	Transcript of Hearing Held 11/1/2016 re: Trial
136.	11/06/2016	878	Transcript of Hearing Held 11/3/2016 re: Trial
137.	11/08/2016	879	Transcript of Hearing Held 11/04/2016 re: Trial
138.	11/08/2016	880	Transcript of Hearing Held 11/7/2016 re: Trial
139.	11/14/2016	881	Order Admitting Deposition Designations and Counter-Designations Into Evidence and Rulings on Objections
140.	11/14/2016	882	Letter to the Honorable Judge Glenn re Admissibility of Certain PX Exhibits
141.	11/14/2016	883	Letter to the Honorable Judge Glenn re Additional Exhibits Offered
142.	11/15/2016	884	Transcript of Hearing Held 10/21/2016 re: Transcript of Trial
143.	11/10/2016	885	(Revised) Transcript of Hearing Held 10/25/2016 re: Transcript of Trial
144.	11/20/2016	886	(Revised) Transcript of Hearing Held 10/31/2016 re: Transcript of Trial

145.	11/20/2016	887	(Revised) Transcript of Hearing Held 11/02/16 re: Transcript of Trial
146.	11/15/2016	888	Letter re Defendants' Additional Exhibits
147.	11/16/2016	889	Letter in Support of Defendants' Objections to the Entry Into Evidence of Certain Documents by the Trustee
148.	11/17/2016	890	Order Admitting Certain Exhibits into Evidence During the Testimony of Anand Melvani
149.	11/17/2016	891	Order Admitting Certain Exhibit into Evidence During the Testimony of Freddie Reiss
150.	11/17/2016	892	Order Admitting Certain Exhibits Offered into Evidence During the Testimony of John Vaske
151.	11/17/2016	893	Letter in Support of Defendants' Objections to Trustee's Additional Exhibits
152.	11/18/2016	894	Order Admitting Certain Exhibits Offered into Evidence During the Testimony of Alan Bigman
153.	11/18/2016	895	Order Admitting Certain Exhibits Offered into Evidence During the Testimony of Robert Jeffries
154.	11/18/2016	896	Order Admitting Certain Exhibits Offered into Evidence During the Testimony of Karen Twitchell
155.	11/18/2016	897	Letter re: Support of Defendants' November 15, 2016 Letter Seeking to Admit Additional Exhibits into Evidence
156.	11/21/2016	898	Letter to the Honorable Judge Glenn in Response to Defendants' November 17, 2016 Letter
157.	11/21/2016	899	Letter to the Honorable Judge Glenn in Response to Defendants' November 15, 2016 and November 18, 2016 Letters
158.	11/23/2016	900	Letter in Further Support of Defendants' Additional Exhibits
159.	11/29/2016	901	Order Sustaining in Part and Overruling in Party Objections to Admitting Certain Additional Exhibits into Evidence
160.	12/2/2016	902	Order Admitting Certain Exhibits Offered into Evidence During the Testimony of James Gallogly

161.	12/2/2016	903	Amended Order Admitting Certain Exhibits Into Evidence Subject to the Court's Order Granting in Party and Denying in Part Access Defendants' Motion in Limine to Preclude Certain Testimony of Ralph Tuliano, David Witte, and H.G. Nebeker
162.	12/2/2016	904	Order Admitting Certain Exhibits Offered into Evidence During the Testimony of Richard Storey
163.	12/2/2016	905	Order Admitting Certain Exhibits Offered into Evidence During the Testimony of Philip Kassin
164.	12/16/2016	906	Defendants' Proposed Findings of Fact and Conclusions of Law
165.	12/16/2016	907	Plaintiff's Post-Trial Brief
166.	12/17/2016	908	The Trustee's Proposed Findings of Fact
167.	12/19/2016	909	The Trustee's (Corrected) Proposed Findings of Fact
168.	12/20/2016	910	Transcript of Hearing Held 10/19/2016 9:12 AM re: Trial
169.	12/23/2016	911	Transcript of Hearing Held 10/19/2016 2:17 PM re: Trial
170.	1/11/2017	913	Transcript regarding Hearing Held on 10/11/2016
171.	2/6/2017	914	Transcript of Hearing Held 2/2/2017 re: Closing Arguments in Reference to Trial
172.	2/15/2017	915	Letter to the Honorable Judge Glenn re Certain Questions and Comments of the Court at Closing Arguments Held February 2, 2017
173.	2/16/2017	916	Letter in Response to Trustee's Letter of February 15, 2017
174.	2/27/2017	917	Response Letter to Defendants' February 16, 2017 Letter
175.	4/21/2017	918	Order Admitting Certain Exhibits into Evidence
176.	4/21/2017	919	Memorandum Opinion and Order After Trial
177.	5/8/2017	920	Letter to the Honorable Judge Martin Glenn Enclosing the Trustee's Proposed Counter-Judgment
178.	5/8/2017	921	Letter re: Defendants' Proposed Judgment

179.	5/9/2017	922	Letter to the Honorable Judge Glenn in Response to Defendants' May 7, 2017 Letter
180.	5/15/2017	923	Order Granting Plaintiff's Request for Prejudgment Interest
181.	5/15/2017	924	Judgment (Index No. BC 17,0058)
182.	5/30/2017	925	Notice of Appeal

Documents Filed in Case No. 11-01844 (*Weisfelner v. NAG Investments, LLC*)³

Designation No.	Filing Date	Docket No.	Description
183.	6/16/2011	9	Amended Complaint
184.	6/30/2011	10	Motion of NAG Investments LLC to Dismiss the Amended Complaint
185.	6/30/2011	11	Memorandum of Law In Support of Motion of NAG Investments LLC to Dismiss the Amended Complaint
186.	7/21/2011	17	Memorandum of Law Memorandum in Opposition to Motion to Dismiss the Amended Complaint filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
187.	8/11/2011	19	Reply Memorandum of Law in Support of Motion of NAG Investments LLC to Dismiss the Amended Complaint
188.	7/20/2016	39	Order signed on 7/20/2016 Denying NAG's Motion to Dismiss
189.	9/7/2016	43	Joint Status Report Filed by Richard I. Werder on behalf of NAG Investments, LLC
190.	9/8/2016	44	Letter to Judge Glenn from Sigmund S. Wissner-Gross Pursuant to the Court's August 11, 2016 Scheduling Order Filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
191.	9/15/2016	45	Transcript regarding Hearing Held on 7/11/2016

³ A copy of the entire docket sheet is attached in Appendix 38.

192.	10/3/2016	47	Defendant's Pre Trial Legal Brief filed by Susheel Kirpalani on behalf of NAG Investments, LLC
193.	10/3/2016	48	Plaintiff's Pre-Trial Brief filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
194.	10/3/2016	49	[Proposed] Joint Pre-Trial Order filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
195.	10/11/2016	50	Joint Pre-Trial Order signed on 10/11/2016
196.	10/6/2016	51	Transcript regarding Hearing Held on 9/12/2016
197.	10/20/2016	52	Order, signed on 10/20/2016, Admitting Certain Exhibits into Evidence During the Testimony of Ralph Tuliano
198.	10/21/2016	53	Order, Signed on 10/21/2016, Admitting Certain Exhibits into Evidence During the Testimony of David H. Witte
199.	10/25/2016	54	Order, Signed on 10/25/2016, Admitting Certain Exhibits Into Evidence Subject to the Court's Order Granting in Part and Denying in Part Access Defendants' Motion in Limine to Preclude Certain Testimony of Ralph Tuliano, David Witte and H.G. Nebeker
200.	10/26/2016	55	Order, signed on 10/26/2016, Admitting Certain Exhibits into Evidence During the Testimony of Ajay Patel
201.	10/26/2016	56	Order, signed on 10/26/2016, Admitting Certain Exhibits into Evidence During the Testimony of Horace Gil Nebeker
202.	10/27/2016	57	Order, Signed on 10/27/2016, Admitting Certain Exhibits Offered into Evidence During the Testimony of Len Blavatnik
203.	11/1/2016	58	Transcript regarding Hearing Held on 10/20/2016 9:02AM RE: Trustees Motion In Limine To Exclude (I) The Expert Testimony Of Pieter Van Der Korst And (Ii) Certain Deposition Testimony Designated By The Access Defendants

204.	11/1/2016	59	Transcript regarding Hearing Held on 10/17/2016
205.	11/4/2016	60	Transcript regarding Hearing Held on 10/18/16
206.	11/4/2016	61	Transcript regarding Hearing Held on 10/20/16
207.	11/7/2016	63	Transcript regarding Hearing Held on 10/24/16
208.	11/7/2016	66	Transcript regarding Hearing Held on 11/01/16
209.	11/7/2016	68	Transcript regarding Hearing Held on 11/03/16
210.	11/9/2016	69	Transcript regarding Hearing Held on 11/04/16
211.	11/10/2016	70	Transcript regarding Hearing Held on 11/07/16
212.	11/14/2016	71	Order, Signed on 11/14/2016, Admitting Deposition Designations and Counter-Designations Into Evidence and Rulings on Objections
213.	11/15/2016	72	Transcript regarding Hearing Held on 10/21/16
214.	11/15/2016	73	Transcript regarding Hearing Held on 10/25/16
215.	11/15/2016	74	Transcript regarding Hearing Held on 10/31/16
216.	11/15/2016	75	Transcript regarding Hearing Held on 11/02/16
217.	11/17/2016	76	Order, Signed on 11/17/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of Anand Melvani
218.	11/17/2016	77	Order, Signed on 11/17/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of Freddie Reiss
219.	11/17/2016	78	Order, Signed on 11/17/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of John Vaske
220.	11/18/2016	79	Order, signed on 11/18/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of Alan Bigman
221.	11/18/2016	80	Order, signed on 11/18/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of Robert Jeffries

222.	11/18/2016	81	Order, signed on 11/18/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of Karen Twitchell
223.	11/29/2016	82	Order, Signed on 11/29/2016, Sustaining in Part and Overruling in Part Objections to Admitting Certain Additional Exhibits Into Evidence
224.	12/2/2016	83	Order, signed on 12/2/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of James Gallogly
225.	12/2/2016	84	Order, signed on 12/2/2016, Admitting Certain Exhibits Into Evidence Subject to the Court's Order Granting in Part and Denying in Part Access Defendants' Motion in Limine to Preclude Certain Testimony of Ralph Tuliano, David Witte and H.G. Nebeker
226.	12/2/2016	85	Order, signed on 12/2/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of Richard Storey
227.	12/2/2016	86	Order, signed on 12/2/2016, Admitting Certain Exhibits Offered Into Evidence During the Testimony of Philip Kassin
228.	12/16/2016	87	Findings of Fact and Conclusions of Law Defendant's Proposed Findings of Fact and Conclusion of Law Filed by Richard I. Werder on behalf of NAG Investments, LLC
229.	12/16/2016	88	Memorandum of Law / Plaintiff's Post-Trial Brief filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
230.	12/16/2016	89	Findings of Fact and Conclusions of Law / The Trustee's Proposed Findings of Fact Filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
231.	12/19/2016	90	Findings of Fact and Conclusions of Law / The Trustee's (Corrected) Proposed Findings of Fact Filed by Sigmund S. Wissner-Gross on behalf of Edward S. Weisfelner, as Litigation Trustee of the LB Litigation Trust
232.	12/23/2016	91	Transcript regarding Hearing Held on 10/19/2016

233.	12/23/2016	92	Transcript regarding Hearing Held on 10/19/2016
234.	2/6/2017	94	Transcript regarding Hearing Held on 02/02/2017
235.	4/21/2017	95	Order, Signed on 4/21/2017, Admitting Certain Exhibits Into Evidence
236.	4/21/2017	96	Memorandum Opinion and Order After Trial
237.	5/15/2017	97	Judgment (Index No. BC 16,0058)
238.	5/30/2017	98	Notice of Appeal

Exhibits Admitted at Trial⁴

Designation No.	Trial Exhibit No.	Date	Description
JOINT EXHIBITS			
239.	JX001	8/1/2005	Management Agreement
240.	JX002	8/10/2006	Letter from Volker Trautz and Len Blavatnik to Dan Smith with Merrill Lynch Letter and Presentation Attached
241.	JX003	8/17/2006	Letter from Dan Smith to Len Blavatnik and Volker Trautz
242.	JX004	11/1/2006	Business Plan 2007 to 2011: Submission to Supervisory Board
243.	JX005	5/4/2007	Confirmation of OTC Postpaid Share Forward Contract between Merrill Lynch and AI Chemical
244.	JX006	7/11/2007	Confidentiality Agreement
245.	JX007	7/15/2007	Resolutions of the Sole Manager and General Partner of Basell AF S.C.A.
246.	JX008	7/16/2007	Agreement and Plan of Merger
247.	JX009	7/16/2007	Proposal letter re Lyondell Chemical Company and Basell AF merger
248.	JX010	7/16/2007	Project Hugo Fee Letter

⁴ The Exhibits Admitted at Trial are attached in Appendices 1-35.

249.	JX011	7/16/2007	Project Hugo Commitment Letter
250.	JX012	7/17/2007	Joint Press Release: Basell to acquire Lyondell Chemical Company for \$48 per share
251.	JX013	8/8/2007	Project Hugo - ABN AMRO Commitment
252.	JX014	8/14/2007	Physical Settlement Election Notice
253.	JX015	8/14/2007	Preliminary proxy statement
254.	JX016	8/20/2007	Schedule 13-D filed by AI Chemical
255.	JX017	8/21/2007	Lyondell Chemical Company Schedule 13D-A
256.	JX018	9/17/2007	Draft Minutes
257.	JX019	10/1/2007	Senior Managing Agent, Confidential Information Memorandum
258.	JX020	10/26/2007	PricewaterhouseCoopers Letter to Merrill Lynch
259.	JX021	10/29/2007	Project Hugo - UBS Commitment
260.	JX022	10/29/2007	Project Hugo Commitment Letter
261.	JX023	10/29/2007	John Mayes, John R. Auers, Charles L. Miller, Michael Leger, Houston Refining Due Diligence Report, Turner, Mason & Company
262.	JX024	11/1/2007	Project Hugo a presentation prepared for the Mandated Lead Arrangers (Final Report)
263.	JX025	11/1/2007	Email from Arvind Aggarwal to Debbie Hassan re FW: Consultancy Costs
264.	JX026	11/2007	\$2,150,000,000 Asset Based Loan Facilities Confidential Information Memo
265.	JX027	11/1/2007	Basell/Lyondell Merger Presentation
266.	JX028	11/1/2007	\$2,150,000,000 Asset Based Loan Facilities Private Supplement
267.	JX029	12/7/2007	Resolutions of the Sole Manager and General Partner of Basell AF S.C.A.
268.	JX030	12/7/2007	Resolutions of the Shareholders of Basell AF S.C.A.
269.	JX031	12/11/2007	Termination Agreement

270.	JX032	12/11/2007	New Management Agreement
271.	JX033	12/11/2007	Duff & Phelps Fairness Opinion
272.	JX034	12/17/2007	Early Settlement Notice
273.	JX035	12/19/2007	PricewaterhouseCoopers Final Draft at Closing
274.	JX036	12/20/2007	Stock Purchase Agreement by and between Nell and Basell Funding S.á.r.l.
275.	JX037	12/20/2007	Contribution Agreement of AI Chemical by and between Basell Funding and LyondellBasell Finance Company
276.	JX038	12/20/2007	Contribution Agreement between LyondellBasell Finance Company and LBIH LLC
277.	JX039	12/20/2007	Certificate of Merger
278.	JX040	12/20/2007	Contribution Agreement of AI Chemical by and between Len Blavatnik and Nell
279.	JX041	12/20/2007	Intercompany Loan Agreement between Basell Holdings and Basell Funding
280.	JX042	12/20/2007	Instruction Letter regarding payment pursuant to the Loan Agreement by and between AI Chemical and LyondellBasell Finance Company
281.	JX043	12/20/2007	Schedule 13-D filed by AI Chemical
282.	JX044	12/20/2007	Assignment and Assumption Agreement by and between AI Chemical and LBIH LLC
283.	JX045	12/20/2007	2007 Credit Agreement
284.	JX046	12/20/2007	Bridge Loan Agreement
285.	JX047	12/20/2007	Project Hugo Fee Letter
286.	JX048	12/26/2007	Certificate of Cancellation of AI Chemical filed with the Secretary of State of the State of Delaware
287.	JX049	3/13/2008	Board Meeting Minutes
288.	JX050	3/19/2008	Duff & Phelps letter agreement
289.	JX051	3/27/2008	Access Revolving Credit Agreement

290.	JX052	3/31/2008	LBI Quarterly Financial Report for the quarter ended March 31, 2008
291.	JX053	4/8/2016	Lyondell/Basell Control Reports, April '08 - January '09
292.	JX054	4/30/2008	Amended and Restated Senior Credit Agreement
293.	JX055	4/30/2008	Commitment Release
294.	JX056	5/1/2008	May 2008 Confidential Information Memorandum, Private Side
295.	JX057	5/27/2008	Confirmation for Derivative Transaction
296.	JX058	6/30/2008	Lyondell Chemical Company Form 10-Q
297.	JX059	6/30/2008	LyondellBasell Industries AF S.C.A Quarterly Financial Report
298.	JX060	7/1/2008	2008 GRF-07 Controlling Report
299.	JX061	8/19/2008	LyondellBasell AF SCA Second Quarter 2008 Review
300.	JX062	9/30/2008	LBI Quarterly Financial Report
301.	JX063	10/15/2008	Committed Loan Notice
302.	JX064	10/16/2008	Revolving Paydown Request
303.	JX065	10/17/2008	Revolving Paydown Request
304.	JX066	10/20/2008	Revolving Paydown Request
305.	JX068	11/1/2008	LBI November 2008 Control Report
306.	JX069	11/14/2008	LyondellBasell SBFIC November Financial Update
307.	JX070	12/29/2008	Bank Update Meeting
308.	JX071	12/30/2008	Committed Loan Notice Revolver
309.	JX072	12/31/2008	Letter from AI International to LBI denying revolver request
310.	JX073	12/31/2008	LyondellBasell Industries AF S.C.A Consolidated Financial Statements

311.	JX074	7/16/2007	Closing Funds Memorandum
312.	JX075	7/13/2007	Engagement Letter with Perella Weinberg Partners
313.	JX076	7/16/2007	SB Minutes
314.	JX077	7/30/2007	Monomers Market Report - Data Supplement
315.	JX078	9/26/2007	Basell and Lyondell Bank Meeting
316.	JX079	10/12/2007	Lyondell Chemical Company Schedule 14D
317.	JX080	10/22/2007	Basell/Lyondell Merger Rating Agency Review presentation
318.	JX081	10/23/2007	Basell/Lyondell Merger Rating Agency Review Moody's Investors Service
319.	JX082	11/1/2007	Chemical Company Analysis 2007 Edition: Basell/Lyondell
320.	JX083	12/11/2007	Minutes of the Meeting of the Sole Manager and General Partner of Basell AF S.C.A.
321.	JX084	12/19/2007	Closing Cash Flow Mechanics
322.	JX085	12/21/2007	LyondellBasell Supervisory Board Approval for 2008 Business Plan
323.	JX086	12/31/2007	Lyondell Chemical Company Form 10-K
324.	JX087	3/12/2008	LyondellBasell Cash and Liquidity Discussion
325.	JX088	3/27/2008	Duff & Phelps, LLC Letter Fairness Opinion
326.	JX089	4/2/2008	LyondellBasell Industries Financial Updates (Conservative Case)
327.	JX090	4/4/2008	Covenant and ABL Discussion with Banks
328.	JX091	4/11/2008	LyondellBasell Cash and Liquidity Discussion
329.	JX092	4/24/2008	Standard & Poor's Financial Services LLC Research Update
330.	JX093	4/28/2008	LyondellBasell Industries AF SCA Consolidated Financial Statements for the year Jan. 1, 2007 to Dec. 31, 2007
331.	JX094	5/12/2008	Moody's Rating Action: LyondellBasell Industries AF S.C.A

332.	JX095	7/1/2008	A new Global Leader
333.	JX096	8/29/2008	2008 GFR-07 Controlling Report
334.	JX097	9/30/2008	Lyondell Chemical Company Third Quarter 2008 Form 10-Q
335.	JX098	11/14/2008	LyondellBasell SBFIC November Financial Update
336.	JX099	12/10/2008	SB Agenda and Presentations
337.	JX100	12/10/2008	SB Minutes
338.	JX101	12/31/2008	CMAI Monomers Market Report
339.	JX102	12/31/2011	LyondellBasell 10-K
340.	JX103	12/31/2012	LyondellBasell 10-K
341.	JX104	12/31/2013	LyondellBasell 10-K
342.	JX105	12/31/2014	LyondellBasell 10-K
343.	JX106	12/31/2015	LyondellBasell 10-K
344.	JX107		Senior Secured Credit Facility Presentation
PLAINTIFF'S EXHIBITS			
345.	PX022	12/17/2004	Business Plan 2005, Supervisory Board Meeting
346.	PX029	12/31/2005	Lyondell Chemical Company's Form 10-K for the year ended December 31, 2005
347.	PX041	6/28/2006	Kassin to Lukatsevich re: total equity required to acquire Hugo in trough
348.	PX043	7/18/2006	Blavatnik to Benet re: Hugo and you
349.	PX045	7/24/2006	Benet to Kassin, Patel, Lukatsevich, Akers Re: Hugo Sensitivity Analysis to Downside
350.	PX054	9/21/2006	Email from Kinney to Salvin re: Benchmarks, attaching 060921 BOD External Benchmarking Report 2006
351.	PX057	11/1/2006	Basell Polyolefins Business Plan 2007-2011

352.	PX060	11/2/2006	Lyondell Earnings Cases dated 11/2/2006
353.	PX061	11/28/2006	Email from Corry to Dineen and Portela re: Consultant View - 07 LRP, attaching Consultant View.xls
354.	PX064	12/2/2006	Email from Salvin to Thomas et al re: BOD Package, attaching BOD Strategy Meeting Part 2 12-01 Draft
355.	PX066	12/6/2006	Lyondell Board of Directors – 2007 Operating Plan, Financial Plan, & Capital Budget
356.	PX068	12/31/2006	Lyondell Chemical Company's Form 10-K for the year ended December 31, 2006
357.	PX077	1/26/2007	Email from Lee to Teel re: Houston Refining weekly update
358.	PX079	2/14/2007	Lehman Brothers Equity Research Report on Lyondell
359.	PX085	3/19/2007	Bigman to Blavatnik re: leverage situation for trough scenario and Shell refinery acquisition
360.	PX086	3/19/2007	Patel to Blavatnik, Benet, Bigman and Kassin re: \$38/ share.
361.	PX087	3/19/2007	Bigman to Kassin re: deal at \$38/share.
362.	PX089	3/19/2007	Patel to Blavatnik, Kassin, Bigman and Benet re acquisition at \$38/share; Merrill models
363.	PX094	3/24/2007	Trautz to Kassin re: \$38/share?
364.	PX095	3/25/2007	Patel to Kassin Re: Concern with huge LBO given subprime market meltdown.
365.	PX097	3/26/2007	Email from Kassin to Trautz and Bigman re: HUGO
366.	PX102	4/1/2007	Kassin to Lukatsevich re: Len wants to relaunch bid for Hugo against Trautz's advice.
367.	PX106	4/4/2007	Email from Kassin to Patel re: So how only \$200 synergies for Hugo?
368.	PX109	4/7/2007	Email from Kassin to Patel Re: Mark to Market Returns Analysis (implied Basell equity value is laughable)
369.	PX116	4/23/2007	UBS - Project Leo - Global Syndicated Financial Commitment Committee Memorandum Addendum #1 (Senior Management Memo) - Requesting approval for a \$120 million financing commitment (20% of a total \$600 million financing) to LyondellBasell Industries dated

			4/23/2008
370.	PX119	4/25/2007	AI Chemical LLC Agreement
371.	PX123	5/2/2007	Grid Promissory Note - Len Blavatnik
372.	PX126	5/4/2007	Purvin & Gertz Overview of Heavy Crude Oil Markets, prepared for Lyondell
373.	PX127	5/7/2007	Email from Jesus Chagoya to Robert E. Salvin re: Final - Rating Agency Presentation - April 30, 2007 and May 1, 2007.ppt dated 5/7/2007
374.	PX132	5/11/2007	Form SC 13D
375.	PX133	5/11/2007	Email from Robert E. Salvin to Kimberly A. Foley re: 2007 LRP Assumptions dated 5/11/2007
376.	PX134	5/11/2007	Handwritten notes of Robert E. Salvin
377.	PX135	5/11/2007	Email from Salvin to Portela re: Access
378.	PX139	5/13/2007	Email from Robert E. Salvin to Joseph Tanner re: 2007 LRP Assumptions dated 5/13/2007
379.	PX140	5/13/2007	Email from Robert E. Salvin to Gregory F. Helma re: 2007 LRP Assumptions dated 5/13/2007
380.	PX142	5/14/2007	Email from Robert E. Salvin to Joseph Tanner re: 2007 LRP Assumptions dated 5/14/2007
381.	PX144	5/14/2007	Email from Salvin to Paul Smith re: Access
382.	PX145	5/15/2007	Email from Robert E. Salvin to Joseph Tanner, Gregory F. Helma re: LRP Assumptions dated 5/15/2007
383.	PX147	5/15/2007	Email from Robert E. Salvin to Joseph Tanner, Gregory F. Helma re: LRP Assumptions dated 5/15/2007
384.	PX148	5/15/2007	Email from Robert E. Salvin to Joseph Tanner, Gregory F. Helma re: LRP Assumptions dated 5/15/2007
385.	PX149	5/15/2007	Email from Robert E. Salvin to Skip E. Teel re: Appel and Real Work dated 5/15/2007
386.	PX153	5/16/2007	Email from Frangenberg to Carlisle re: Blavatnik wants to be aggressive
387.	PX155	5/16/2007	Email from Kimberly A. Foley to T. Kevin DeNicola, Robert E. Salvin re: LRP

			assumptions.xls dated 5/16/2007
388.	PX159	5/17/2007	Email from Kimberly A. Foley to Robert E. Salvin re: My memory of the \$15/bbl margin dated 5/17/2007
389.	PX160	5/17/2007	Email from Steven J. Ebel to Robert E. Salvin re: 2-1-1 Spread forward curve.xls dated 5/17/2007
390.	PX168	5/18/2007	Email from Robert E Salvin to Kevin T DeNicola, Kimberly Foley attaching 2007 LRP Assumptions dated May 18, 2007
391.	PX170	5/21/2007	Email from Clark Boudreaux to Robert Salvin Re: HRO Variable Margin dated 5/21/07
392.	PX190	6/11/2007	Patel to Kassin Re: Hugo
393.	PX194	6/12/2007	Frangenberg to Kassin re: possible offer of \$42/share based on increase of value because of Toe Hold Position
394.	PX196	6/18/2007	Salvin to DeNicola, Pike re: Lyondell Valuations.
395.	PX197	6/20/2007	Patel to Kassin Re: Diana -Fees to Access
396.	PX210	7/9/2007	Patel to Kassin re: Blavatnik wants to offer \$48/share and sign by Monday
397.	PX211	7/9/2007	Stanchina to Frangenberg, Malhotra, McGrory, Korostin re: Project Hugo Follow-Up.
398.	PX215	7/10/2007	Bigman to Kassin Re: Project Hugo Analysis
399.	PX216	7/10/2007	Bigman to Blavatnik
400.	PX217	7/10/2007	Patel to Benet, Kassin re market flex
401.	PX220	7/10/2007	Bigman to Blavatnik re valuation
402.	PX221	7/10/2007	Email from Teel to Phillips, et al re: Refining Forum
403.	PX225	7/11/2007	Benet to Trautz, Blavatnik, Bigman, Kassin re: Hugo Standalone Debt Paydown Sensitivity
404.	PX226	7/11/2007	Blavatnik to Benet Re: Hugo Standalone Debt Paydown Sensitivity
405.	PX228	7/11/2007	Bigman to Patel re: informed Blavatnik that \$20 billion requires more than 72 hours of due diligence.
406.	PX229	7/11/2007	Benet to Trautz, Bigman, Blavatnik, Patel and Kassin re: Debt Paydown Sensitivity and

			EBITDA
407.	PX232	7/12/2007	Lyondell Valuation - Backup Materials - 7-13 BOD Presentation Corporate Development
408.	PX233	7/12/2007	Kassin to Patel re: Hugo
409.	PX234	7/12/2007	Patel to Blavatnik Re: Hugo -Cost Savings/Synergies
410.	PX235	7/12/2007	Kassin to Benet re: \$48/share
411.	PX240	7/12/2007	Email from Tanner to Salvin re: BOD Business Update
412.	PX241	7/12/2007	Email from Anos to McQuilkin et al re: Lyo
413.	PX245	7/13/2007	Packer to Patkar, Waldron, Coleman, Gilday, Marsh, Henderson, Flynn, Vaske re: Basell/Lyondell - Confidential.
414.	PX250	7/13/2007	Email from Ahmad to Hart (Baker Botts) attaching Projections (EBITDA) 071307.ppt
415.	PX254	7/14/2007	Management Presentation
416.	PX270	7/16/2007	Project Safari, Presentation to the Board of Directors
417.	PX276	7/18/2007	Email from Benet to Patel re: Hugo
418.	PX278	7/19/2007	Proposed Financing Commitment
419.	PX291	7/31/2007	Patel to Svelto, Bigman and Kassin re: Syndication Strategy
420.	PX296	8/9/2007	Tanner to Smith, Bayer, de Jong, DeNicola, Dineen, Fontenot, Galvin, Gelb, Graham, Hall, Hollinshead, Holmes, Moore, O'Brien, Phillips, Pike, Portela, Prilutski, Rodriguez, Silva, Twitchell, Yang, Young re: Business Performance Update
421.	PX301	8/15/2007	Email from Redman to Salvin re: 2007 Final Detailed LRP Model, attaching LYO Consol LRP 2007 Model DRAFT. Mill Segment View 04.26.2007.Salvin.xls
422.	PX303	8/16/2007	Auteri to Bigman, DeNicola, Svelto, Twitchell, Kassin, Patel, Malhotra, Bunting, Melvani, Marsh, Patkar, Nikov, Roland Re: Syndication of LYO Acquisition Debt

423.	PX305	8/24/2007	Patel to Bigman, DeNicola, Twitchell, Svelto, Kassin, Martinez re: Hugo Meeting, Additional Item
424.	PX315	9/11/2007	Kassin to Blavatnik, Bigman re: 3Q EBITDA miss from \$818 mm projected to \$700 mm actual
425.	PX319	9/11/2007	Email from Tanner to Twitchell and Portela re: Ebitda, attaching Safari_LT_Plan.xls
426.	PX321	9/12/2007	SEC Schedule 14A (Huntsman Proxy)
427.	PX322	9/12/2007	Patel to Twitchell Re: EBITDA
428.	PX325	9/13/2007	Twitchell to Chagoya re; French refinery financing
429.	PX327	9/14/2007	Blavatnik to Kassin re: issues with Lyondell missing projections, synergy numbers and need for realistic Basell projections
430.	PX328	9/15/2007	Kassin to Trautz, Bigman, Patel, Mulrooney re synergies
431.	PX332	9/19/2007	Email from Kimberly A. Foley to Robert E. Salvin re: LLC Consolidated 9-14.xls dated 9/19/2007
432.	PX353	10/2007	Basell/Lyondell Merger - Senior Managing Agent Confidential Information Memorandum dated 10/2007
433.	PX357	10/3/2007	Project Hugo: Financing Structure Overview and Syndication Strategy
434.	PX361	10/11/2007	Svelto to Kassin re: possible breach of agreement by going forward with Berre and Solvay acquisitions.
435.	PX362	10/12/2007	Lyondell Proxy Statement
436.	PX367	10/17/2007	Twitchell to DeNicola, Galvin, Smith re: Finance structure meeting
437.	PX407	11/29/2007	LyondellBasell Industries, ABL Facilities Lenders Meeting, Private Supplement
438.	PX410	12/1/2007	Citibank - Global Loans Closing Memo
439.	PX416	12/7/2007	Letter from Basell AF to Basell Funding re: Euro 100,000,000 distribution
440.	PX424	12/18/2007	Email from Matthews to Thoren re: Basell Signatures

441.	PX428	12/20/2007	Written Consent of Managers of AI Chemical
442.	PX434	12/31/2007	Lyondell Chemical Company's Form 10-K for the year ended December 31, 2007
443.	PX443	1/15/2008	Email from Javier Martinez to Philip Kassin re LyondellBasell Credit Ratings Chart
444.	PX448	1/24/2008	Business & Finance Update Meeting
445.	PX449	2/00/2008	Moody's Global Corporate Finance, Corporate Default and Recovery Rates, 1920-2007
446.	PX452	2/25/2008	Email from Bigman to Blavatnik, et al., re: Marimba - Additional Info
447.	PX456	2/28/2008	Email from Bigman to Benet, Patel, and Blavatnik re: Marimba - Hedging
448.	PX468	3/12/2008	Email from Ajay Patel to Lincoln Benet Re: Liquidity Discussion Slides -Comments dated 3/12/2008
449.	PX469	3/12/2008	Patel to Kassin re: Comparing deal to SS Hindenburg; only \$200 million of liquidity crunch due to rising oil prices, rest was foreseeable.
450.	PX470	3/12/2008	Twitchell to Chagoya et al., re: Banks panicking about liquidity situation and ML "highly unlikely" to finance Berre.
451.	PX471	3/12/2008	Access Industries Project Aquifer presentation dated March 12, 2008
452.	PX473	3/13/2008	Girondo to Tague re: Lyondell/Basell Update.
453.	PX476	3/14/2008	Access Industries presentation re: Aquifer-The Dream Scenario
454.	PX483	3/17/2008	Closing and Classification Memorandum
455.	PX485	3/18/2008	LyondellBasell Discussion Materials
456.	PX488	3/18/2008	Email from Kassin to Benet re: Mid-March Update and Liquidity Discussion Slides
457.	PX490	3/20/2008	Patel to Blavatnik re: Goldman Sachs request that Access contribute equity to Lyondell
458.	PX491	3/21/2008	Twitchell to Chagoya, Liu re: Update on banks
459.	PX503	3/27/2008	Revolving Credit Agreement dated as of March 27, 2008 among LyondellBasell Industries AF

			S.C.A, Lyondell Chemical Company, Basell Finance Company, B.V. and Access Industries Holdings LLC
460.	PX511	3/31/2008	Email from Patel to Bigman and Kassin, re: Access Revolver
461.	PX512	3/31/2008	Email from Bigman to Patel, Twitchell, et al., re: Revised List, Calcs and Timetables
462.	PX521	4/9/2008	Hamilton to Twitchell re: \$25 million credit limit established by Houston Pipeline in April 2008 as a result of Lyondell's financials
463.	PX523	4/9/2008	Confidential Capital Committee Memorandum re: LIBOR floor cost Lyondell \$160 million.
464.	PX527	4/10/2008	Kassin to Twitchell re: Surprise at borrowing under Access Revolver
465.	PX528	4/10/2008	Patel to Kassin, Benet Re: LyondellBasell Potential Cash Requirement
466.	PX529	4/10/2008	Kassin to Twitchell re: Surprise at borrowing under Access Revolver
467.	PX530	4/10/2008	Kassin to Patel, Martinez re: borrowing under Access Revolver
468.	PX537	4/13/2008	Email from Benet to Patel re: Equitable Subordinate
469.	PX538	4/14/2008	Twitchell to Bigman, Patel, Kassin re: Lyondell's credit rating based in part on prompt debt reduction in 2008
470.	PX539	4/14/2008	Storey to Benet re: LBI Liquidity
471.	PX540	4/14/2008	Rating Agency Review-LBI April 2008 Update
472.	PX546	4/21/2008	Commitment Committee Approval Memorandum from R. Jeffries and B. Stories to P. Ryan and C. Leat, cc: V. Lima and J. Purcell
473.	PX551	4/25/2008	Update Memorandum from Brenna Haysom, Dan Bellissimo, Neil Mehta and Scott Kleinman re LyondellBasell Industries dated April 25, 2008
474.	PX553	4/29/2008	LyondellBasell Industries April 2008 Update
475.	PX554	4/30/2008	Blavatnik to Blavatnik re LBI bank debt
476.	PX574	9/1/2008	Twitchell to Chagoya re: For your eyes only (re liquidity).

477.	PX576	9/2/2008	Twitchell to Chagoya, Liu re: Some thoughts on LBI liquidity
478.	PX577	9/2/2008	Bigman to Kassin re: Lyondell lost around \$420 million in trade credit, of which \$180 million was lost since S&P downgrade. Expectation of further credit losses
479.	PX587	9/24/2008	Email from Barry Dinaburg to Richard Storey dated September 24, 2008
480.	PX594	10/1/2008	Rating Agency Review - LyondellBasell Industries October 2008 Update
481.	PX600	10/9/2008	Patel to Kassin Re: complaints that LBI is not "doing the right thing"
482.	PX602	10/9/2008	Email from Philip Kassin to Ajay Patel et al. dated October 9, 2008
483.	PX603	10/9/2008	Email from Volker Trautz to Leonard Blavatnik dated October 9, 2008
484.	PX605	10/9/2008	Email from Afota to Benet and Afota re: Notes on LBI Meeting
485.	PX606	10/9/2008	Email from Patel to Kassin re: Access Revolver
486.	PX608	10/10/2008	Email from Ajay Patel to Lincoln Benet dated October 10, 2008
487.	PX613	10/13/2008	Email from Richard Storey to Leonard Blavatnik et al. dated October 13, 2008
488.	PX618	10/14/2008	Email from Leonard Blavatnik to Richard Storey et al. dated October 14, 2008
489.	PX622	10/17/2008	Email from Lincoln Benet to Javier Martinez et al. dated October 17, 2008
490.	PX622a	10/17/2008	Attachment
491.	PX626	10/17/2008	Email from Kassin to Patel and Bigman re: Project Quantum (ie Where We Go from Here) - Organizational Materials
492.	PX628	10/20/2008	Email from Graves to Salyer re: Forecast 2008 - Consolidated 101608.xls (attaching same)
493.	PX629	10/22/2008	2009 Budget & LRP, Status Update, BFUM October 22, 2008
494.	PX630	10/22/2008	Access Severe Downside Modeling Discussion - LyondellBasell Industries Update
495.	PX631	10/23/2008	LyondellBasell - Business Reporting NL Updated - 10/23/2008

496.	PX641	11/18/2008	LyondellBasell AF S.C.A. Third-Quarter 2008 Review - Conference Call
497.	PX642	11/18/2008	Q3 2008 LyondellBasell Earnings Conference Call - Final Transcript
498.	PX651	12/9/2008	Email from Benet to Martinez re: LBI Comparables
499.	PX655	12/12/2008	Forward from Storey to Benet re Twitchell e-mail stating that LBI would be unable to pay \$300m draw for months
500.	PX677	1/6/2009	Duff and Phelps Valuation Analysis of LyondellBasell Industries AF S.C.A. and Certain Subsidiaries as of January 6, 2009
501.	PX683	4/6/2009	Excerpt from Lyondell Bankruptcy Schedules [09-10023, Dk. No. 1401]
502.	PX685	6/3/2009	Standard & Poor's "Understanding Standard & Poor's Rating Definitions," June 3, 2009
503.	PX687	8/25/2009	Grid Promissory Note between Access Tubulars LLC and Access Industries Holdings LLC August 25, 2009
504.	PX693	10/29/2009	Promissory Note between AI Petroleum Holdings LLC and Access Industries Holdings LLC dated October 29, 2009
505.	PX695	11/17/2009	Grid Promissory Note between AI Petroleum Holdings LLC and Access Industries Holdings LLC November 17, 2009
506.	PX696	11/23/2009	Promissory Note between AI Petroleum Holdings LLC and Access Industries Holdings LLC dated November 23, 2009
507.	PX697	3/12/2010	Excerpt of Lyondell Disclosure Statement (Third Amended)
508.	PX698	5/19/2010	Promissory Note between AI Petroleum Holdings LLC and Access Industries Holdings LLC dated May 19, 2010
509.	PX699	7/14/2010	Promissory Note between AI Petroleum Holdings LLC and Access Industries Holdings LLC dated July 14, 2010
510.	PX702	9/10/2010	Promissory Note between AI Petroleum Holdings LLC and Access Industries Holdings LLC dated September 10, 2010
511.	PX711	4/26/2011	Detail General Ledger of AI International Holdings LLC dated April 26, 2011

512.	PX712	4/26/2011	AI Petroleum Holdings LLC - Detail General Ledger
513.	PX717	4/28/2011	Access Aviation LLC - Detail General Ledger
514.	PX721	5/3/2011	Access Tubulars, LLC - Detail General Ledger
515.	PX723	5/3/2011	Access Industries Holdings LLC - Detail General Ledger
516.	PX727	6/1/2011	Organization Chart of Access Industries Holdings LLC and subsidiaries
517.	PX747	N/A	Lyondell/Basell - Trade Credit
518.	PX748	N/A	Handwritten Notes
519.	PX759	10/2006-10/2008	Ledger of Intercompany Trade Receivables for Access Industries Holdings LLC prior October 2006 to October 2008
520.	PX765	9/29/2005	(Lyondell)Basell AF GP S.á.r.l. Articles
521.	PX766	10/13/2005	(Lyondell)Basell AF SCA Articles
522.	PX767	10/01/2008-10/31/2008	AIH Commercial Checking Summary
523.	PX774	12/10/2008	Email from Storey to Benet re cmmf update
524.	PX775	4/26/2008	Email from Patel to Bigman, Twitchell and Kassin re Bank calls this weekend
525.	PX776	4/24/2008	Email from Bigman to Twitchell, Kassin and Patel re Status on today's financing work
526.	PX777	7/20/2006	Email from Ajay Patel to Philip Kassin re Lincoln
527.	PX778	10/28/2009	Email from Kaylin Cavanaugh to Storey re Share Purchase Agreement
528.	PX781	11/29/2006	Email from Storey to Alex Blavatnik re Loan from Access Industries Holdings LLC
529.	PX782	9/17/2009	Email from Kaylin Cavanaugh to Storey re AI SMS Limited
530.	PX786	7/14/2010	Email from Storey to Kaylin Cavanaugh, Langhorne Perrow re Loan request
531.	PX790	8/6/2007	Letter from Phillip Kassin of Access Industries to the Director of Market Surveillance at the NYSE Regulation.

532.	PX791	5/11/2007	Notification and Report Form for Certain Mergers and Acquisitions
533.	PX793	8/2/2007	Press release announcing that Basell would purchase the Berre refinery for \$700 million
534.	PX794	N/A	Delaware Department of State Division of Corporations, the only Access Industries Holdings, LLC
535.	PX796	N/A	Pre-Merger Basell (Chart) as of December 19, 2007
536.	PX799	4/15/2006	Email from Kassin to Blavatnik re Hugo
537.	PX803	1/12/2007	Email from E. Thomas to Lincoln Benet re Meeting
538.	PX812	6/29/2007	CMAI Monomers Market Report
539.	PX813	N/A	CD of Hugo Base Case and Downside Models
540.	PX817	7/11/2007	Letter from Basell Funding Sarl to Basell Holdings BV re 75,000,000 Euro distribution
541.	PX820	4/21/2008	Access Industries, Project Carillon (Presentation)
542.	PX821	6/11/2008	Email from Twitchell to J. Chagoya, C. Liu re Marimba Update
543.	PX830	11/7/2009	Expert Report of Ralph Tuliano
544.	PX831	11/20/2009	Rebuttal Report of Ralph Tuliano
545.	PX832	2/28/2011	Expert Report of Ralph Tuliano
546.	PX833	6/8/2011	Rebuttal Report of Ralph Tuliano
547.	PX834	11/7/2009	Expert Report of CMAI and Purvin & Gertz, Inc.
548.	PX835	11/20/2009	Rebuttal Report of CMAI and Purvin & Gertz, Inc.
549.	PX836	2/28/2011	Supplemental Expert Report of CMAI and Purvin & Gertz, Inc.
550.	PX837	5/31/2011	Expert Rebuttal Report of CMAI and Purvin & Gertz, Inc.
551.	PX838	8/29/2011	Supplemental Rebuttal Report of CMAI
552.	PX839	11/7/2009	Expert Report of Peter J. Solomon Company

[illegible]

571.	PD305	N/A	Project Hugo Model/CMAI Due Diligence Model
572.	PD307	N/A	Project Hugo Model/CMAI Due Diligence Model
573.	PD316	N/A	CMAI 2007 Global Industry EBITDA Index/Project Hugo - Olefins & Polymers/CMAI Due Diligence Model (Olefins & Polymers)
574.	PD337	N/A	Cumulative Project Hugo EBITDA v. Actual/Cumulative CMAI Due Diligence EBITDA v. Actual
575.	PD400	N/A	HRO Yield Comparison (per barrel of feedstock) (demonstrative)
576.	PD401	N/A	Project Hugo Model vs. CMAI Due Diligence Model (demonstrative)
577.	PD402	N/A	Complex Refinery Margin, \$per Barrel (demonstrative)
578.	PD403	N/A	12 Month % Change for WTI Crude Oil - Spot, Avg. (demonstrative)
579.	PD404	N/A	Quarterly Average Maya 2-1-1, \$ per Barrel (demonstrative)
580.	PD405	N/A	The WTI Crude Oil 2-1-1 Calculation (demonstrative)
581.	PD406	N/A	Maya Crude 2-1-1 Indicator
582.	PD407	N/A	Margin Index
583.	PD408	N/A	WTI 2-1-1 Crack (\$/barrel)
584.	PD410	N/A	Lyondell Houston Refinery EBITDA Projections for Valuation (demonstrative)
585.	PD411	N/A	Map of Gulf Coast Refineries
586.	PD500	N/A	EBITDA = Volume x Cash Margin
587.	PD501	N/A	Net selling price = CMAI Marker price less actual LBI discounts
588.	PD503	N/A	Capacity x Operating Rate = Volume
589.	PD504	N/A	Manufacturing Cost Estimate
590.	PD650	N/A	Significant Liquidity Drivers, December 20, 2007 - June 30, 2008 (part of PX468)

591.	PD700	N/A	Reproduction of a table from Ralph Tuliano's First Report
592.	PD701	N/A	Demonstrative with a cite to PX57, page 36 and to Basell LRP
593.	PD704	N/A	Demonstrative based upon the Basell LRP (PX57) and the CIM from October 2007 (PX353)
594.	PD750	N/A	Amount of Committed Financing
595.	PD901	N/A	Comparison of Polyolefins Europe (Basell 2007 LRP) vs. Polyolefins Europe (Basell 2007 LRP)
596.	PD906	N/A	Comparison of PE Volumes and PP Volumes in Basell 2007 LRP/October 2007 CIM / Change Between Reports
597.	PD907	N/A	Expert Report of Mr. Robert Young, Figure 11: Lyondell Olefins Margin Forecast vs. Industry Forecasts
598.	PD909	N/A	Young Figure 11. Lyondell Olefins Margin Forecast vs. Industry Forecasts
599.	PD913	N/A	Young Figure 1. Regression Between Lyondell Petrochemical EBITDA and Ethylene Margins, 1997-2006
600.	PD930	N/A	Calculation of EBITDA to Maintain \$1.4B in Liquidity
601.	PD931	N/A	Calculation of EBITDA to Maintain \$2.0B in Liquidity
602.	PD932	N/A	Calculation of EBITDA to Maintain \$2.5B in Liquidity
603.	PD933	N/A	Calculation of EBITDA to Maintain \$3.0B in Liquidity
604.	PD934	N/A	Calculation of EBITDA to Maintain \$3.0B in Liquidity
DEFENDANTS' EXHIBITS			
605.	DX003	8/31/2005	SB Minutes
606.	DX005	4/4/2006	Project Hugo: Briefing Memorandum
607.	DX009	6/22/2006	Discussion Materials Prepared for Team Purple Regarding Project Hugo
608.	DX010	7/13/2006	ML Presentation to DMCC Project Hugo

609.	DX011	7/13/2006	ML Presentation to DMCC Project Hugo Supplemental Materials
610.	DX012	7/18/2006	Email chain from Blavatnik to Benet re Hugo and you
611.	DX014	7/24/2006	Email from Benet to Kassin et al. re Hugo Sensitivity Analysis to Downside
612.	DX015	7/29/2006	Email from Kent Potter to himself re Fw: Synergies Analysis with Synergies.pdf attached
613.	DX016	7/31/2006	Email form Philip Kassin to C. Kent Potter re Fwd: FW: Synergies Analysis
614.	DX017	8/10/2006	Email from Justin McGrory to Gunter Frangenberg and Michael Stanchina re FW: BASELL/ACCESS INDUSTRIES PROPOSAL - HIGHLY CONFIDENTIAL with Access - Basell Proposal.pdf attached
615.	DX019	8/18/2006	Email from McGory to Kassin et al re: Update Post LCR Acquisition with LCR Acquisition Materials
616.	DX027	11/1/2006	Basell Business Plan 2007-2011
617.	DX029	11/8/2006	Financing Options - Goldman Sachs International
618.	DX034	1/4/2007	Email chain from Volker to Blavatnik re question
619.	DX035	2/6/2007	Merrill Lynch: Presentation to Access Industries Inc. Regarding Project Hugo Update
620.	DX042	3/16/2007	Basell AF S.C.A. Quarterly Review - Fourth Quarter 2006
621.	DX043	3/19/2007	Email chain from Bigman to Blavatnik re Project Hugo
622.	DX044	3/19/2007	Presentation to Athens: Regarding Project Hugo
623.	DX045	3/19/2007	Email chain from Bigman to Kassin re Project Hugo
624.	DX046	3/19/2007	Email chain from Patel to Blavatnik et al. re Project Hugo
625.	DX047	5/30/2007	Q1 2007 Basell Holdings BV Earnings Conference Call
626.	DX048	3/24/2007	Email from Anand Melvani to Russ Bunting and Uday Malhorta re Basell Board meeting
627.	DX050	3/26/2007	Email from Purna Saggurti to group re Hugo Materials

628.	DX051	3/26/2007	Email from Michael Stanchina to Philip Kassin re Project Hugo with Merrill Lynch - Athens Executive Board Presentation March 27, 2007.pdf attached
629.	DX052	3/27/2007	Merrill Lynch: Presentation to Athens: Regarding Project Hugo
630.	DX053	3/27/2007	Email from Benet to Zimmerman et al. re drill down
631.	DX054	3/29/2007	Email chain from Benet to Kassin et al. re Hugo Research from Lehman
632.	DX056	4/1/2007	Email from Javier Martinez to Volker Trautz; Alan Bigman, Philip Kassin, Christian Bruhn and Ajay Patel re Hugo Board Meeting Follow Up Materials with Athens Board Meeting Follow Up 4.1.07.pdf attached
633.	DX057	4/1/2007	Merrill Lynch Presentation to Athens: Supplemental Analysis to March 27, 2007 Executive Board Meeting
634.	DX058	4/2/2007	Email from Blavatnik to Benet et al. re Hugo
635.	DX059	4/6/2007	Merrill Lynch Presentation to Athens: Supplemental Analysis to March 27, 2007 Executive Board Meeting
636.	DX060	4/6/2007	Email from Ajay Patel to Gunter Frangenberg and Uday Malhotra re "Super Duper Extreme Downside Case"
637.	DX065	4/7/2007	Email chain from Kassin to Patel re Mark to Market Returns Analysis
638.	DX066	4/9/2007	Email from Javier Martinez to Philip Kassin and Ajay Patel re Hugo Updated Credit Stress Test Case Overview with Credit Stress Test Scenario 4.10.07.pdf attached
639.	DX067	4/9/2007	Merrill Lynch Discussion Materials Prepared for: Athens and Belgium Regarding Project Hugo "Credit Stress Test" Case Overview
640.	DX068	4/9/2007	Email from Javier Martinez to Philip Kassin, Lincoln Benet and Ajay Patel re Hugo Credit Stress Test Case Overview with Credit Stress Test Scenario 4.9.07.pdf attached
641.	DX069	4/10/2007	Merrill Lynch Presentation to Athens: Executive Summary
642.	DX070	4/10/2007	Merrill Lynch Discussion Materials Prepared for: Athens and Belgium Regarding Project Hugo

			"Credit Stress Test" Case Overview
643.	DX072	4/30/2007	Email from Felix Korostin to Lincoln Benet, Philip Kassin and Ajay Patel re Summary of Hugo's 1 Q 2007 Earnings Release with Hugo Q 1 07 Update_4_30_2007_vFinal.pdf attached
644.	DX075	5/3/2007	Condensed Consolidated Interim Financial Statements Basell AF SCA for the three month period ended March 31, 2007
645.	DX076	5/4/2007	Overview of Heavy Crude Oil Markets, Purvin & Gertz Presentation on Midstream and Downstream
646.	DX083	5/29/2007	Resolutions of the Shareholders of Basell AF S.C.A. re: May 29, 2007 Interim Dividend.
647.	DX085	6/1/2007	Basell June 2007 Forecast
648.	DX088	6/12/2007	Email from Javier Martinez to Len Blavatnik, Lincoln Benet, Philip Kassin, Ajay Patel and Scott Simpson re Hugo Update with Hugo Update June 12, 2007.pdf; Project Hugo Model June 12 2007 Base Case.pdf; Project Hugo Model June 12 2007 Downside Case.pdf attached
649.	DX089	6/12/2007	Merrill Lynch Update Prepared for Athens: Regarding Hugo Situation
650.	DX090	6/13/2007	Merrill Lynch Update Prepared for Athens: Regarding Hugo Situation
651.	DX091	6/14/2007	Email from Justin McGrory to Philip Kassin and Ajay Patel re Hugo Update with Hugo Update June 13 2007.pdf attached
652.	DX098	7/1/2007	ABN AMRO Presentation to Basell re: Funding Proposal
653.	DX100	July 2007	July 2007 Management Presentation
654.	DX101	July 2007	Basell July Revision to the November 2006 Business Plan
655.	DX102	July 2007	Citi Valuation Discussion Presentation July 2007
656.	DX104	7/7/2007	Email from Lincoln Benet to Ajay Patel re FW Combined Cash Flow
657.	DX105	7/9/2007	Email from Michael Stanchina to Philip Kassin and Ajay Patel re Project Hugo Follow Up with Project Hugo Follow Up 07.09.2007.pdf attached

658.	DX106	7/9/2007	Merrill Lynch Update Prepared for Athens: Regarding Project Hugo
659.	DX108	7/10/2007	Email from Len Blavatnik to Alan Bigman RE: Hugo - Financing
660.	DX110	7/10/2007	Email from Michael Stanchina to Philip Kassin and Ajay Patel re Project Hugo Follow Up with Project Hugo Follow Up 07.10.2007.pdf attached
661.	DX111	7/10/2007	Merrill Lynch Update Prepared for Athens: Regarding Project Hugo
662.	DX113	7/10/2007	Email chain from Bigman to Kassin re Project Hugo Analysis
663.	DX114	7/10/2007	Email chain from Bigman to Blavatnik re Hugo - Financing
664.	DX115	7/10/2007	Email chain from Patel to Benet et al. re Hugo - Financing
665.	DX117	7/11/2007	Email chain from Kassin to Patel et al. re Hugo financing
666.	DX120	7/12/2007	Email from Bunting to group re: Project Hugo Heads Up Memo
667.	DX123	7/14/2007	Email from Karen Twitchell to Sami Ahmad, Joseph Tanner, Robert Salvin and Jesus Chagoya re Fw: Management Presentation with Management Presentation_07.17.07.ppt attached
668.	DX125	7/15/2007	Merrill Lynch Debt Markets Commitment Committee Presentation to DMCC Summary Slides: Project Hugo
669.	DX126	7/15/2007	Email from Elizabeth Parker to a group of people re Hugo DMCC with Hugo DMCC Slides vFinal.pdf; Project Hugo - Base Case.pdf; Project Hugo - Downside Case.pdf attached
670.	DX127	7/15/2007	Merrill Lynch Presentation to Athens: Project Hugo
671.	DX129	7/15/2007	Email from Jas Singh to Robert Jeffries re Access Call
672.	DX130	7/15/2007	Citi Credit Committee Approval Memorandum
673.	DX131	7/16/2007	SB Minutes
674.	DX134	7/16/2007	Citi, Goldman Sachs, Merrill Lynch: Project Hugo Commitment Letter

675.	DX135	7/16/2007	Basell Third Quarter 2007 Results
676.	DX138	7/16/2007	Resolutions of the Shareholders of Basell AF S.C.A. re: May 29, 2007 Interim Dividend
677.	DX141	7/16/2007	Goldman Sachs Confidential Capital Committee Memo
678.	DX142	7/16/2007	Model used by Goldman Sachs to formulate its downside case projections as reflected in the July CCM
679.	DX143	7/16/2007	Citi, Goldman Sachs, Merrill Lynch Project Hugo Engagement Letter
680.	DX146	7/16/2007	Email chain from Zimmerman to Kassin re HUGO; We're DONE
681.	DX147	7/18/2007	Email chain from Blavatnik to Kassin et al. re FT article new
682.	DX151	7/26/2007	Email from T. Massey to P. Kassin et al. attaching Basell 2007-07-25 Valuation discussion
683.	DX152	7/26/2007	Email from Andrew Martin to Patrick Ramsey re LYO Q2 earnings release
684.	DX153	7/26/2007	Email from Frangenberg to Saggurti re: LYO Q2 earnings release
685.	DX162	8/7/2007	Consolidated Interim Financial Statements Basell AF S.C.A. Second Quarter and half-year 2007 Results
686.	DX165	8/26/2007	Basell AF S.C.A. Quarterly Review - Second Quarter 2007
687.	DX167	8/28/2007	Basell AF S.C.A. Quarterly Review - Second Quarter 2007 Conference Call
688.	DX169	9/18/2007	Email from Becky Patterson to Dan Smith, Morris Gelb, Volker Trautz, Alan Bigman and Philip Kassin re SYNERGIES - FIRST PASS SUMMARY with Basell Lyondell Synergies 091707.ppt attached
689.	DX171	9/26/2007	Lyondell and Basell Project Hugo Projections Presentation
690.	DX172	9/26/2007	Basell and Lyondell Bank Meeting Presentation
691.	DX173	9/27/2007	Email from Stanchina to Melvani et al., re: Hugo Mkt Update
692.	DX174	9/27/2007	Goldman Sachs Credit Review Basell/Lyondell

693.	DX175	10/1/2007	Project Hugo: Financing Structure Overview and Syndication Strategy
694.	DX177	10/1/2007	Reliance Letter
695.	DX180	10/2/2007	Goldman Sachs Credit Review Basell/Lyondell
696.	DX182	10/19/2007	Email chain from Patel to Bigman et al. re UBS - Participation in Financing/the Kassin view
697.	DX196	10/23/2007	Merrill Lynch, Goldman Sachs, Citi, ABN AMRO Reliance Letter
698.	DX202	10/24/2007	Final GSF UBS Commitment Committee Memorandum
699.	DX206	10/25/2007	Press Release: Lyondell Reports Q3 2007 Results
700.	DX207	10/25/2007	Goldman Sachs Credit Review Basell/Lyondell
701.	DX209	10/27/2007	Citi Commitment Committee Approval Memorandum
702.	DX212	10/29/2007	Citi, Goldman Sachs, Merrill Lynch and ABN AMRO Project Hugo Fee Letter
703.	DX215	10/31/2007	Project Hugo - UBS Joiner
704.	DX217	11/1/2007	Chemical Company Analysis 2007 Edition: Basell/Lyondell
705.	DX218	11/1/2007	Basell/Lyondell Merger \$2,150,000,000 Asset Based Loan Facilities Confidential Information Memorandum Public Side Presentation
706.	DX219	11/1/2007	Basell/Lyondell Merger \$2,150,000,000 Asset Based Loan Facilities Private Supplement
707.	DX223	11/12/2007	Email chain from A. Aggarwal to C. Anderson et al. re Review of Lyondell Business Plan
708.	DX224	11/12/2007	Email from Andrew Neale to Christopher Anderson re Final Report with Price Deck to Banks (12.11.07).xls; Basell Business Plan Calculations.xls; Lyondell Business Plan Calculations.xls; Final Report.pdf attached
709.	DX227	11/14/2007	Email from Anderson to Pike et al., attaching Consultants Sensitivity Study
710.	DX230	11/25/2007	Consolidated Interim Financial Statements Basell AF S.C.A. Third Quarter and nine-months 2007 Results
711.	DX231	11/27/2007	Basell AF S.C.A. Quarterly Review - Third

			Quarter 2007
712.	DX234	11/30/2007	CMAI Monomers Market Data Supplement
713.	DX235	12/1/2007	Citigroup December 2007 Valuation Assessment of Lyondell and Basell
714.	DX243	12/13/2007	Citi Lyondell/Basell Industries Deal Review
715.	DX249	12/18/2007	Citi Deposit Agreement among Basell AF S.C.A and Subsidiaries as Depositors and Citibank
716.	DX251	12/19/2007	Price Waterhouse Coopers Project Hugo: Final Draft at Closing
717.	DX258	12/19/2007	Merrill Lynch Letter to Nell Limited re: Valuation of Basell AF S.C.A
718.	DX259	12/20/2007	Company Financial Officer's Certificate
719.	DX267	12/20/2007	Resolutions of the Shareholders of Basell AF S.C.A.
720.	DX270	12/21/2007	Draft Minutes Supervisory Board Finance and Investment Committee of LBI
721.	DX271	12/21/2007	LyondellBasell Supervisory Board Approval for 2008 Business Plan
722.	DX275	12/31/2007	Lyondell Chemical Company Form 10-K
723.	DX276	12/31/2007	LyondellBasell AF S.C.A Management Report for the Year Ended December 31, 2007
724.	DX277	1/14/2008	STI/MTI Incentive Programs: 2008 Scorecard
725.	DX278	1/18/2008	Email from Alan Bigman to Len Blavatnik RE: financials/better numbers on LYO 2007 performance
726.	DX279	3/13/2008	Memorandum from Dan Bellissimo, Brenna Haysom & Scott Kleinman to Interested Parties re: Portfolio Acquisition: LBI
727.	DX280	3/11/2008	LBI Cash and Liquidity Discussion
728.	DX288	3/27/2008	Duff & Phelps, LLC Letter Fairness Opinion
729.	DX289	3/27/2008	Fairness Opinion Related to the Proposed Related-Party Loan by and between Access Industries Holdings LLC and LyondellBasell Industries AF S.C.A., Basell Finance Company, B.V. and Lyondell Chemical Company (Draft)

730.	DX291	3/31/2008	LyondellBasell Industries AF S.C.A. Quarterly Financial Report
731.	DX298	4/10/2008	Email chain from P. Kassin to A. Patel et al. re borrowing under Access revolver
732.	DX299	4/10/2008	Email from Philip Kassin to Karen Twitchell re borrowing under Access revolver
733.	DX300	4/10/2008	Email from Salyer attaching Forecast 2008 Consolidated 04.10.08
734.	DX301	4/11/2008	LyondellBasell Industries April 2008 Update Presentation
735.	DX302	4/11/2008	LyondellBasell Cash and Liquidity Discussion Presentation
736.	DX304	4/14/2008	Email chain from P. Kassin to L. Benet et al. re No borrowing on Access revolver
737.	DX306	4/15/2008	Email from Philip Kassin to Karen Twitchell and Ajay Patel RE: No borrowing on Access revolver
738.	DX308	4/21/2008	Citi Commitment Committee Approval Memorandum
739.	DX310	4/24/2008	Standard & Poor's Financial Services LLC Research Update
740.	DX311	4/24/2008	UBS GSF Commitment Committee Memorandum Addendum #1 (Senior Management Memo)
741.	DX313	4/24/2008	Email from Salyer attaching Forecast 2008 Consolidated 04.24.08
742.	DX317	5/1/2008	Lyondell Basell May 2008 Confidential Information Memorandum Public Side
743.	DX321	5/1/2008	Email from Storey re Forecast Review
744.	DX323	5/8/2008	Email from Salyer attaching Forecast 2008 Consolidated 05.07.08
745.	DX324	5/12/2008	Moody's Rating Action: LyondellBasell Industries AF S.C.A
746.	DX325	5/15/2008	Email from Salyer attaching Forecast 2008 Consolidated 05.15.08
747.	DX330	5/29/2008	Email from Graves attaching Forecast 2008 Consolidated 05.29.08
748.	DX334	6/1/2008	Lyondell Basell 2008 GFR-06 Controlling Report
749.	DX337	6/5/2008	Email from Salyer attaching Forecast 2008 Consolidated 06.3.08

750.	DX340	6/12/2008	Email from Salyer attaching Forecast 2008 Consolidated 06.11.08
751.	DX346	6/19/2008	Email from Salyer attaching Forecast 2008 Consolidated 06.18.08
752.	DX347	6/26/2008	Email from Salyer attaching Forecast 2008 Consolidated 06.25.08
753.	DX351	7/3/2008	Email from Graves attaching Forecast 2008 Consolidated 07.02.08
754.	DX352	7/10/2008	Email from Graves attaching Forecast 2008 Consolidated 07.10.08
755.	DX353	7/17/2008	Email from Graves attaching Forecast 2008 Consolidated 07.17.08
756.	DX355	7/24/2008	Email from Graves attaching Forecast 2008 Consolidated 07.23.08
757.	DX358	8/7/2008	Email from Skidmore attaching Forecast 2008 Consolidated 08.07.08
758.	DX377	9/17/2008	Email from Graves re LBI Cash Balances: Sept. 16, 2008
759.	DX382	9/23/2008	LBI SB Minutes September 2008
760.	DX387	9/25/2008	Email from Graves re LBI Cash Balances: Sept. 24, 2008
761.	DX390	9/30/2008	Lyondell Chemical Company Form 10-Q
762.	DX396	10/3/2008	Email from Graves attaching Forecast 2008 Consolidated 100208
763.	DX398	10/8/2008	Email from Rich Storey to Len Blavatnik, Lincoln Benet and Alex Blavatnik RE: LBI Line of Credit Borrowing
764.	DX400	10/9/2008	Email from Javier Martinez to Karen Twitchell Re: LBI cash forecast
765.	DX404	10/9/2008	Email from Afota to Benet re Notes on LBI Meeting
766.	DX408	10/14/2008	Email from M. Finkenstein to P. Kassin attaching Portfolio Discussion documents
767.	DX409	10/16/2008	Email from Rich Storey to Ann Graves, Kaylin Cavanaugh and Javier Martinez RE: Forecast 2008 - Consolidated 101608.xls attached
768.	DX415	10/17/2008	Lyondell Chemical Revolver Paydown Request

769.	DX416	10/20/2008	Email from Graves attaching Forecast 2008 Consolidated 101608
770.	DX418	10/30/2008	Email from Graves attaching Forecast 2008 Consolidated 102908
771.	DX419	11/6/2008	Email from Salyer attaching Forecast 2008 Consolidated
772.	DX423	11/13/2008	Email from Skidmore attaching Forecast 2008 Consolidated 111308
773.	DX434	11/20/2008	Email from Graves attaching Forecast 2008 Consolidated 112008
774.	DX439	12/4/2008	Email from Skidmore attaching Forecast 2008 Consolidated 120308
775.	DX440	12/8/2008	Email chain from Z. He to K. Twitchell et al. attaching Covenant
776.	DX443	12/10/2008	LBI SB Minutes and Presentation December 2008
777.	DX444	12/10/2008	LBI SB Minutes December 2008
778.	DX445	12/10/2008	LBI Supervisory Board Presentation regarding 2009 Budget and 2010-2013 Long Range Plan
779.	DX446	12/12/2008	LyondellBasell Cash and Liquidity Discussion
780.	DX447	12/15/2008	Email from A. Bigman to A. Patel et al attaching 12-15-08 Financial NL Update
781.	DX450	12/28/2008	Email from Bigman to Pike attaching Liquidity summary; Forecast consolidated; US ABF Collateral
782.	DX452	12/31/2008	LBI Response to Revolver Denial
783.	DX457	1/6/2009	First Day Affidavit of Alan S. Bigman
784.	DX463	4/1/2009	Chemical Company Analysis 2009 Edition: LyondellBasell Industries
785.	DX465	5/8/2009	Lyondell Chemical Company Summary of Schedules to Bankruptcy Court
786.	DX473	12/7/2009	Instruction letter Funding to Basell Holdings
787.	DX489	12/31/2010	LyondellBasell Annual Report 10-K
788.	DX492	7/28/2011	LBI Second Quarter 2011 Earnings

789.	DX494	9/9/2011	Identification of ABN AMRO Bank N.V. as a registered Dutch bank
790.	DX498	9/11/2011	Email from Philip Kassin to Len Blavatnik and Alan Bigman RE: Ebitda
791.	DX501	10/13/2011	Declaration of Alan Bigman
792.	DX507	3/28/2016	LyondellBasell Industries N.V. - LYB Form Def 14A
793.	DX518	12/3/2008	Email from Mahoney to Prihoda et al. attaching Total Daily Liquidity Spreadsheet
794.	DX521	N/A	PGI Refinery LP Model HRO.xls
795.	DX527	N/A	Segment EBITDA
796.	DX528	N/A	Excel spreadsheet prepared by Merrill Lynch regarding Basell and Lyondell
797.	DX529	N/A	Consultants Sensitivity Case: Basell on CMAI/Turner Mason EBITDA
798.	DX538	N/A	Set of Board Minutes
799.	DX539	10/23/2007	Basell/Lyondell Merger Rating Agency Review presentation
800.	DX544	5/10/2007	LBI Performance Meeting Business Performance Update
801.	DX550	6/1/2007	Access Industries Basell Combination with Lyondell Presentation
802.	DX551	4/9/2008	Impact of \$10/bbl crude price increase on LyondellBasell
803.	DX554	12/5/2007	Gary Adams, 2007 Citi Basic Materials Symposium, False Fears and Reality Bites, CMAI at Basic Chemicals and Plastics, Two Year Rolling Average Demand Growth
804.	DX557	9/18/2007	Email from Ernst to Portela et al. attaching CMAI View Update 2007-09-18
805.	DX563	11/28/2007	Email chain from Twitchell to Kassin et al. re Moody's downgrades Basell to B1 and legacy notes to B3, rates new debt
806.	DX564	11/7/2007	Email chain from Twitchell to Smith attaching S&P Press Release
807.	DX565	8/21/2008	Email chain from Twitchell to Hamilton et al. attaching S&P Report

808.	DX566	3/31/2008	Lyondell Form 10-Q
809.	DX568	4/13/2008	Email chain from Twitchell to Storey re LyondellBasell Potential Cash Requirement
810.	DX569	4/13/2008	Email chain from Storey to Benet re LyondellBasell Potential Cash Requirement
811.	DX570	10/9/2008	Email from Graves to Storey et al. re Forecast 2008 - Consolidated 100808
812.	DX571	10/9/2008	Email from Twitchell to Storey et al. re LBI cash forecast
813.	DX572	10/13/2008	Email from Graves to Storey et al. re LBI cash forecast
814.	DX573	12/7/2007	BI S.á.r.l Instruction Letter to Basell
815.	DX574	12/7/2007	Nell Instruction Letter to BI S.á.r.l.
816.	DX575	12/7/2007	BI S.á.r.l Instruction Letter to Basell AF GP
817.	DX580	N/A	PGI Refinery Due Diligence Model HRO Active spreadsheet
818.	DX582	12/1/2007	December 2007 Citigroup Valuation Assessment
819.	DX583	8/4/2009	Lyondell Basell Preliminary Business Look: Update
820.	DX584	4/4/2008	LyondellBasell Industries Financial Updates (Conservative Case)
821.	DX585	6/30/2007	Lyondell Chemical Company Form 10-Q
822.	DX587	10/23/2008	Lyondell Basell Business Reporting NL Update
823.	DX588	5/23/2008	Email from Graves to Storey et al. re Forecast 2008 - Consolidated 050108
824.	DX589	7/31/2008	Email from Graves to Graves et al. re Forecast 2008 07.30.08
825.	DX590	5/14/2008	Email from Graves to Storey et al. re Forecast 081308
826.	DX591	8/21/2008	Email from Graves to Storey re Forecast update August 21, 2008
827.	DX592	8/28/2008	Email from Graves to Storey re Forecast update August 27, 2008

828.	DX593	9/5/2008	Email from Graves to Storey et al. re Forecast update Sept. 4, 2008
829.	DX594	9/11/2008	Email from Graves to Storey et al. re Forecast Consolidated 090108
830.	DX595	10/9/2008	Email from Graves to Storey et al. re Forecast Consolidated 100808
831.	DX596	10/16/2008	Email from Graves et al. re Forecast Consolidated 101608
832.	DX597	11/26/2008	Email from Salyer to Storey et al. re Forecast Consolidated 112608
833.	DX598	12/15/2008	Email from Graves to Storey et al. re Forecast 121108
834.	DX599	4/6/2009	Schedules for LyondellBasell Finance Company
835.	DX601	2/12/2013	LBI NV 2012 Annual Report
836.	DX615	9/22/2008	LyondellBasell Supervisory Board Meetings
837.	DX618	4/30/2010	LBI Cooperation Agreement
838.	DX620	4/26/2007	Email from Benet to Saggurti et al. re Hugo 1Q'07 Earnings Results
839.	DX621	5/20/2008	Conference Call Transcript LYB Q1 2008 LyondellBasell Earnings Conference Call
840.	DX625	N/A	Curriculum Vitae of M. Freddie Reiss
841.	DX627	N/A	Curriculum Vitae of Christopher J. Kearns
842.	DX628	N/A	Curriculum Vitae of Bob Young
843.	DX629	N/A	Curriculum Vitae of Thomas W. O'Connor
844.	DX651	2/22/2009	Declaration of Anders Maxwell
845.	DX652	10/23/2008	Transcript of Dow Chemical Company's earnings call for the third quarter of 2008
846.	DX654	N/A	Comparison of valuations (comparison of Maxwell's valuation range to the values that the various banks set forth)
847.	DX655	N/A	Comparison of valuations
848.	DX656	N/A	Comparison of valuations

849.	DX657	N/A	Defendants' Maxwell Demonstrative
850.	DX658	N/A	Comparison of Lyondell numbers from the LRP and CMAI
851.	DX660	N/A	Defendants' Demonstrative - DCF Analysis
852.	DX661	N/A	Comparison of LRP numbers
853.	DX662	N/A	Chart of Project Hugo numbers for Basell and the December 2006 LRP numbers for Lyondell
854.	DX667	N/A	Chart
855.	DX669	N/A	Maxwell Workpaper - DCF Analysis
856.	DX701	2/23/2009	Application to the Bankruptcy Court in 09-10023 regarding CMAI
857.	DX702	6/12/2009	Fee application by CMAI for the period of February 10, 2009 - April 30th, 2009
858.	DX703	7/22/2009	Original Complaint filed by the Committee
859.	DX704	8/19/2009	Order granting application for allowance of CMAI fees
860.	DX706	9/4/2009	Subpoena Issued to CMAI
861.	DX707	N/A	Spreadsheet
862.	DX708	N/A	LBI EBITDA model spreadsheet
863.	DX711	2/15/2009	Global Plastics and Polymers Market Report
864.	DX712	11/5/2009	Global Plastics and Polymers Market Report
865.	DX713	2/1/2013	LyondellBasell Reports Record 2012 Earnings
866.	DX728	N/A	Demonstrative comparing side by side Maya crude vs. Texas crude
867.	DX729	N/A	Strong Crack Spreads in 2007 Supported Lyondell Forecast (Demonstrative)
868.	DX731	N/A	Defendants' Demonstrative of Lyondell's Performance in the First Half of 2008
869.	DX732	N/A	Defendants' Demonstrative of Lyondell's Performance in the First Half of 2008 Compared to PGI Model

870.	DX733	N/A	Defendants' Demonstrative of Events of 2008
871.	DX738	N/A	Crane Accident and Hurricanes Caused Steep Drop in Volume (Demonstrative)
872.	DX740	N/A	Defendants' Demonstrative of Swing in Crude Prices
873.	DX741	N/A	Unforeseeable Events of 2008 Depressed EBITDA (Demonstrative)
874.	DX747	N/A	"Perfect Storm Squared" (Demonstrative)
875.	DX800	11/7/2009	Expert Report of Thomas O'Connor
876.	DX801	11/20/2009	Rebuttal Report of Thomas O'Connor
877.	DX802	4/15/2011	Supplemental Expert Report of Thomas O'Connor
878.	DX804	11/7/2009	Expert Report of Robert Young
879.	DX805	11/20/2009	Rebuttal Report of Robert Young
880.	DX806	4/15/2011	Supplemental Report of Robert Young
881.	DX807	7/22/2011	Supplemental Rebuttal Report of Robert Young
882.	DX808	11/7/2009	Expert Report of Christopher J. Kearns
883.	DX809	11/20/2009	Rebuttal Report of Christopher J. Kearns
884.	DX810	4/15/2011	Supplemental Expert Report of Christopher J. Kearns
885.	DX814	4/15/2011	Expert Report of M. Freddie Reiss
886.	DX815	8/22/2016	Expert Declaration of Pieter Van de Korst
887.	DX816	8/22/2016	Expert Declaration of Alex Schmitt
888.	DX820	N/A	Robert Young, Apr. 15, 2011 Expert Report, Figure 8. LBI Peer Group - Indexed Stock Price (Demonstrative)
889.	DX821	N/A	Basell December 2006 Controlling Report (PP Europe) (Demonstrative)
890.	DX822	N/A	Basell Polypropylene Capacity Assumptions: CMAI (2007) vs. CMAI (2009) (Demonstrative)

891.	DX823	N/A	Basell Polypropylene Capacity (2007 CIM) (Demonstrative)
892.	DX825	N/A	2007 LRP vs. Refreshed Projections (2007-2011) (Demonstrative)
893.	DX826	N/A	2007 Basell Projected and Actual EBITDA (Demonstrative)
894.	DX851	N/A	Model Stress Test - Cash EBITDA Required to Maintain Desired Minimum Liquidity of \$1.4 billion (\$ in millions)
895.	DX852	N/A	Model Stress Test - Cash EBITDA Required to Maintain Desired Minimum Liquidity of \$1.4 billion (\$ in millions)
896.	DX853	N/A	Cash EBITDA Required to Maintain Desired Minimum Liquidity (Expressed as a Percentage of the Projections)
897.	DX855	N/A	Cash EBITDA Required to Maintain Senior Covenant Compliance
898.	DX856	N/A	Covenant Scenario Liquidity Cushion
899.	DX857	N/A	Stress Tests/Probabilities of Oil Prices
900.	DX858	N/A	Monthly EBIDTA vs. Plan from August 2008 to December 2008
901.	DX867	N/A	12 Month % Change for WTI Crude Oil
902.	DX868	N/A	12-Month % Price Changes in Price Per Barrel WTI Relative to 12-Month \$ Changes
903.	DX874	N/A	LBI Total Enterprise Value Per Lead Arrangers
904.	DX876	N/A	Sensitivity Stress Test - Comparison of Kearns Original Stress Test vs. Kearns Sensitized Stress Test
905.	DX890	N/A	Summary Comparison of Model Stress Test to CIMBAL Projections, Cash EBIDTA Required to Maintain Liquidity of \$1.4 billion
906.	DX901	N/A	Lyondell Acquisition - Reasonably Equivalent Value Analysis (Demonstrative)
907.	DX902	N/A	Acquisition of Flow of Funds (Demonstrative)
DEFENDANTS' DEMONSTRATIVES TO TULIANO			
908.	CX01	N/A	Tuliano Work Papers

909.	CX02	N/A	Chart of Cases
910.	CX03	N/A	Chart of Cases
911.	CX04	N/A	Chart of Cases
912.	CX05	N/A	Chart of Cases
913.	CX06	N/A	Chart of Totals
914.	CX07	N/A	Calculations
915.	CX09	N/A	Cash Flow Test
916.	CX10	N/A	Cash Flow Test
917.	CX11	N/A	Work Papers

Deposition Transcripts⁵

Designation No.	Date of Deposition	Deponent
918.	11/24/2009	Arvin Aggarwal
919.	2/27/2011	Carol Anderson
920.	10/19/2009	John Auers
921.	2/2/2011	Simon Baker
922.	10/27/2010	Gary Barancik
923.	2/23/2011	Robert Bartell
924.	11/10/2010	Alex Blavatnik
925.	11/19/2010	Susan Carter

⁵ The deposition testimony designated for trial and the parties objections thereto are found in *the Joint Pre-Trial Order* [Docket No. 848] (Designation No. 112) entered by the Bankruptcy Court. The Bankruptcy Court's rulings on the parties' objections to the designated deposition testimony are found in the *Order Admitting Deposition Designations and Counter-Designations Into Evidence and Rulings on Objections* [Docket No. 881] (Designation No. 139). Attached in Appendices 35-37 are the deposition transcripts submitted to the Bankruptcy Court which (a) show the Trustee's designations in yellow, (b) show the Defendants' designations in blue, and (c) are annotated to show the Parties' objections to the designated deposition testimony.

926.	6/6/2011	Michael Castiel
927.	1/19/2011	Stephen Chazen
928.	2/15/2011	Lynn Coleman
929.	11/3/2009	Erwin De Jong
930.	10/12/2009	Kevin DeNicola
931.	1/13/2010	Edward Dineen
932.	2/2/2011	Bertrand Duc
933.	11/2/2010	Travis Engen
934.	10/7/2009	Eberhard Faller
935.	1/24/2011	Kim Foley
936.	11/16/2010	Kerry Galvin
937.	2/28/2011	Morris Gelb
938.	10/20/2009	Ann Graves
939.	10/21/2009	Douglas Lane
940.	1/25/2011	Douglas Lane
941.	1/13/2011	Joe Lee
942.	11/5/2010	Javier Martinez
943.	2/16/2011	E. Thomas Massey
944.	11/11/2010	Kevin McQuilkin
945.	11/18/2010	Daniel Murphy
946.	1/13/2010	W. Norman Phillips
947.	10/15/2009	Douglas Pike
948.	2/18/2011	Mario Portela

949.	10/20/2010	C. Kent Potter
950.	2/2/2011	Robert Salvin
951.	2/14/2011	Robert Salvin
952.	10/16/2009	Dan Smith
953.	11/4/2010	William Spivey
954.	1/25/2011	Joseph Tanner
955.	1/12/2011	Lawrence Teel
956.	5/20/2009	Volker Trautz

Witness Statements⁶

Designation No.	Date	Docket No.	Witness
	9/30/2016	843-3	Declaration of Lincoln Benet
	10/2/2016	843-5	Declaration of Alan Bigman
	9/29/2016	843-1	Declaration of Len Blavatnik (attaching as Exhibits A and B, respectively, the Blavatnik 2009 Declaration and the Blavatnik 2011 Declaration)
	12/10/2009	843-7	Declaration of Gunter Frangenberg
957.	9/23/2016	N/A	Declaration of James L. Gallogly ⁷
	12/10/2009	843-10	Declaration of Robert Jeffries

⁶ The Trustee's objections to the witness statements submitted as direct testimony by Defendants (the "Witness Statements"), and the bases for said objections, are asserted in the *Memorandum of Law in Support of the Trustee's Motion in Limine to Exclude Certain Portions of the Witness Statements Proffered by the Access Defendants* [Docket No. 842] (Designation No. 107), the accompanying *Declaration of Sigmund S. Wissner-Gross* [Docket No. 843] (Designation No. 108), and the *Memorandum of Law in Support of the Trustee's Motion in Limine to Exclude the Declaration of James L. Gallogly* [Docket No. 840] (Designation No. 105). The Bankruptcy Court's rulings on the Trustee's objections to the Witness Statements are found in the *Order Sustaining in Part and Overruling in Part Objections to Declarations Offered as Direct Testimony by the Access Defendants* [Docket No. 857] (Designation No. 121) and the *Order Denying Trustee's Motion in Limine to Exclude the Declaration of James L. Gallogly* [Docket No. 858] (Designation No. 122). All Witness Statements, with the exception of Gallogly's, were filed on the docket in connection with the Trustee's motion in limine with respect to the Witness Statements. See *Declaration of Sigmund S. Wissner-Gross* [Docket No. 843] (Designation No. 108); the Witness Statements, annotated with the Trustee's objections, are exhibits thereto, as Docket Nos. 843-1 through 843-10.

⁷ Because the Declaration of James L. Gallogly was never filed on the Docket, it is attached in Appendix 37.

	12/10/2009	843-2	Declaration of Philip Kassin
	12/10/2009	843-8	Declaration of Anand Melvani
	10/3/2016	843-4	Declaration of Richard Storey
	9/30/2016	843-6	Declaration of Karen Twitchell
	12/4/2009	843-9	Declaration of John J. Vaske
958.	N/A	N/A	Exhibit Cross References ⁸

Additional Items⁹

Designation No.	Description
959.	The Trustee's Slides on Cross Motion for Summary Judgment on Count 9 of the Second Amended Complaint (presented at Hearing Held 7/11/2016 [Docket No. 826])
960.	Access Industries Holdings LLC's Oral Argument on Cross-Motions for Summary Judgment on Count 9 of the Second Amended Complaint (presented at Hearing Held 7/11/2016 [Docket No. 826])
961.	The Trustee's Opening Statement (presented at Hearing Held 10/17/2016 [Docket Nos. 863 and 864])
962.	Defendants' Opening Statement (presented at Hearing Held 10/17/2016 [Docket Nos. 863 and 864])
963.	The Trustee's Closing Arguments (presented at Hearing Held 2/2/2017 [Docket No. 914])
964.	The Trustee's Closing Arguments - Count 9 (presented at Hearing Held 2/2/2017 [Docket No. 914]).

DATED: New York, New York
June 13, 2017

/s/ Sigmund S. Wissner-Gross
Sigmund S. Wissner-Gross
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⁸ For the "2009 Witness Statements" (Witness Statements of Frangenberg, Jeffries, Kassin, Melvani, and Vaske), Defendants submitted charts cross-referencing the 2009 Exhibits Numbers that appear in the 2009 Witness Statements with the 2016 Exhibit Numbers used at Trial ("Exhibit Cross References"). The Exhibit Cross References are attached in Appendix 37.

⁹ The Additional Items are attached in Appendix 37.

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